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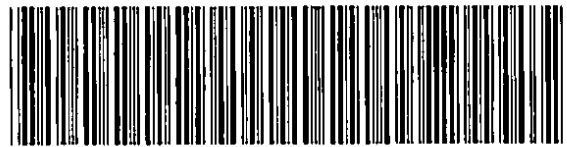
(Business Entity Name)

(Document Number)

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

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March 10, 2023

SCOTT D CLARK, ESQ.
1800 TOWN PLAZA CT
WINTER SPRINGS, FL 32708 US

SUBJECT: CLARK & ALBAUGH, PL
Ref. Number: W23000032822

We have received your document for and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a limited liability company must contain the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC." The following suffixes are no longer acceptable: "Limited Company," "L.C.," and "LC." The abbreviations "Ltd." and "Co.," also are no longer acceptable. Please amend your document accordingly.

The document must contain the jurisdiction and the date on which the converting entity was first created or otherwise came into being.

If you have any further questions concerning your document, please call (850) 245-6052.

KAIN COSTELLO
Regulatory Specialist II
New Filing Section

Letter Number: 723A00005619

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FILE



CLARK & ALBAUGH, LLP

SCOTT D. CLARK

March 17, 2023

Via FedEx

Florida Department of State
Division of Corporations
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

**Re: Conversion filing for Clark & Albaugh, PLLC.
Ref. no. W23000032822**

Dear Sirs:

Per your letter with reference number W23000032822 requesting that we amend our document, we have enclosed the following:

- Articles of Conversion of Clark & Albaugh, PLLC.
- Articles of Organization of Clark & Albaugh, PLLC (as an attachment)
- Plan of Conversion of Clark & Albaugh, LLP
- Copy of Division of Corporations letter requesting amended documents.

Sincerely,

Scott D. Clark

Enclosures

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ARTICLES OF CONVERSION OF CLARK & ALBAUGH, PLLC.

1. The undersigned, the sole partner of CLARK & ALBAUGH, LLP., a Florida limited liability partnership, does hereby certify the following:

(a) that the name of the Converting Entity, its state or country of incorporation, its formation, organization and organizational forms are as follows:

CLARK & ALBAUGH, LLP., a Florida limited liability partnership.

The Converting Entity was formed as a Florida limited liability partnership with an effective date of January 1, 2008.

(b) that the Plan of Conversion has been approved as required under the laws of Florida as follows:

(i) The management of the affairs of the Converting Entity are vested in the company's partners and the conversion was approved by a written action of the partners in the manner authorized by Florida law.

(c) that an executed Plan of Conversion is on file at the Converted Entity's principal place of business, 1800 Town Plaza Court, Winter Springs, Florida 32708, and the plan shall remain on file after the conversion at this location at that address; and

(d) any partner can request, without cost, a copy of the Plan of Conversion from either the Converting Entity (prior to conversion) or the Converted Entity (after conversion);

(e) The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights, if any, the amount to which such members are entitled under Ess. 605.1006 and 605.1061-605.1072, F.S.

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2. The Converted Entity shall be:

CLARK & ALBAUGH, PLLC., a Florida professional limited liability company.

The Converted Entity will be responsible for the payment of all fees and taxes to the State of Florida. Any Member of the Converted Entity as shown in Exhibit "A" shall have the right to execute Articles of Organization on behalf of the Converted Entity.

3. The Effective Date of the Conversion shall be February 15, 2023.
4. The Articles of Organization of the Converted Entity shall be those attached as Exhibit “A” and made a part hereof.

Dated: February 15, 2023

CLARK & ALBAUGH, LLP
a Florida limited liability partnership

By: Scott D. Clark
Scott D. Clark, Partner

2023-2024

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EXHIBIT "A"

ARTICLES OF ORGANIZATION OF CLARK & ALBAUGH, PLLC

This Professional Limited Liability Company (the "Company") is organized under the provisions of F.S. Chapters 605 and 621 for the purpose of providing such professional services as are hereafter specified.

ARTICLE I — NAME

The name of the Company is CLARK & ALBAUGH, PLLC.

ARTICLE II — ADDRESS

The mailing and street address of the principal office of the Company is 1800 Town Plaza Court, Winter Springs, Florida 32708.

ARTICLE III — AREAS OF PRACTICE

The areas of practice of the Company are limited to the practice of the profession of law in Florida and such other locations as the Company and its Members or employees are legally permitted to practice law.

ARTICLE IV — MANAGEMENT

The Company is a manager-managed limited liability company. The Company shall be managed by the Managers designated, appointed, or elected to act in such capacity in accordance with the Operating Agreement of the Company. Initially, Scott D. Clark is appointed as the sole Manager of the Company.

The persons designated or appointed as managers shall carry out and further the decisions and actions of the Member(s) that are made pursuant to the Operating Agreement and shall be authorized to execute any and all reports, forms, instruments, documents, papers, writings, agreements, and contracts, including but not limited to deeds, bills of sale, assignments, leases, promissory notes, mortgages and security agreements, and any other type or form of document by

which property or property rights of the Company are transferred or encumbered or by which debts and obligations of the Company are created, incurred, or evidenced, which are necessary, appropriate, or beneficial to carry out or further such decisions or actions.

In accordance with Fla. Stat. §605.0203(1)(b), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

/s/ 

Scott D. Clark, Authorized Representative

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Fla. Stat. §605.0113(2), the undersigned Company submits the following statement to designate a registered office and registered agent in the state of Florida.

The name of the Company is CLARK & ALBAUGH, PLLC.

The name and the Florida street address of the Registered Agent is SCOTT D. CLARK, 1800 Town Plaza Court, Winter Springs, Florida 32708.

Having been named as Registered Agent to accept service of process for the above stated Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

/s/ 
SCOTT D. CLARK

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