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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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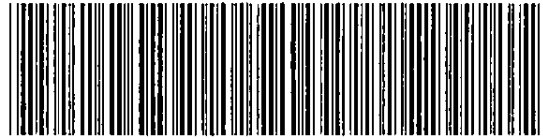
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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06/29/23--01025--008 **150.00

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TALLAHASSEE, FL

Handwritten notes and signatures at the bottom left of the page.

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: GUINNESS DEVELOPMENT, LLC
(Name of Resulting Florida Limited Company)

The enclosed Articles of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 605.1045, F.S.

Please return all correspondence concerning this matter to:

Brandon J. Palmer, Esq.
(Contact Person)
Roetzel & Andress, LPA
(Firm/Company)
999 Vanderbilt Beach Road, Suite 401
(Address)
Naples, Florida 34108
(City, State and Zip Code)
bpalmer@ralaw.com
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Brandon J. Palmer, Esq. at (239) 649-6200
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

<input checked="" type="checkbox"/> \$150.00 Filing Fees ((\$25 for Conversion & \$125 for Articles of Organization)	<input type="checkbox"/> \$155.00 Filing Fees and Certificate of Status	<input type="checkbox"/> \$180.00 Filing Fees and Certified Copy	<input type="checkbox"/> \$185.00 Filing Fees. Certified Copy, and Certificate of Status
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Mailing Address:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

The Articles of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity" into a Florida Limited Liability Company** in accordance with s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:
GUINNESS DEVELOPMENT, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Illinois
(Enter state, or if a non-U.S. entity, the name of the country)

on July 5, 2000
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
GUINNESS DEVELOPMENT, LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____
(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

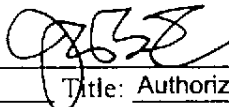
5. The plan of conversion has been approved in accordance with all applicable statutes.

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

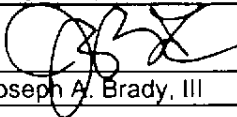
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Signed this 17th day of June, 2023.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 
Printed Name: Joseph A. Brady, III Title: Authorized Representative

Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]

Signature: 
Printed Name: Joseph A. Brady, III Title: Authorized Representative

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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TALLAHASSEE, FL

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

GUINNESS DEVELOPMENT, LLC

(Must contain the words "Limited Liability Company, "L.L.C." or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

132 RETREAT PLACE
POINT VERDE BEACH, FL 32082

Mailing Address:

132 RETREAT PLACE
POINT VERDE BEACH, FL 32082

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Joseph A. Brady, III

Name

132 RETREAT PLACE

Florida street address (P.O. Box **NOT** acceptable)

POINT VERDE BEACH

FL 32082

City

Zip

Having been named as registered agent and to accept service of process for the above stated limited liability 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 as provided for in Chapter 605, F.S..

Joseph A. Brady, III

Registered Agent's Signature (REQUIRED)

(CONTINUED)

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ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

Name and Address:

Joseph A. Brady, III

132 RETREAT PLACE

POINT VERDE BEACH, FL 32082

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

STATE OF FLORIDA
TALLAHASSEE, FL

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REQUIRED SIGNATURE:

Joseph A. Brady, III

Signature of a member or an authorized representative of a member

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Joseph A. Brady, III

Typed or printed name of signee

Filing Fees

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

**WRITTEN CONSENT OF THE SOLE MEMBER OF
GUINNESS DEVELOPMENT, LLC**

The undersigned, being the Sole Member and Manager of GUINNESS DEVELOPMENT, LLC, an Illinois limited liability company (the "Company"), hereby agrees and consents to the adoption of the following resolutions and approves the actions of the Company set forth therein.

The following Resolutions with respect to domestication of the Company are adopted:

RESOLVED, that the Company be, and it hereby is, authorized to file all necessary documentation required for domestication and conversion of the Company from an Illinois limited liability company to a Florida limited liability company;

RESOLVED, that the Sole Member hereby approves that certain Plan of Domestication attached hereto as "Exhibit "A";

BE IT FURTHER RESOLVED, that Joseph A. Brady, III, Authorized Representative and Manager of the Company be, and hereby is, authorized to execute and deliver any and all documents as may be necessary or appropriate in order to carry out the purpose and intent of the foregoing Resolutions, in the name of and on behalf of the Company.

This Written Consent is executed effective as of June 29th, 2023.

SOLE MEMBER:

Joseph A. Brady, III

Joseph A. Brady, III

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RECORDS, TAMPA, FL

Exhibit "A"

PLAN OF DOMESTICATION

This Plan of Domestication (this "**Plan**") is dated to be effective the 27th day of June, 2023, between GUINNESS DEVELOPMENT, LLC, a Florida limited liability company (the "**Surviving Entity**"), and GUINNESS DEVELOPMENT, LLC, an Illinois limited liability company (the "**Domesticating Entity**"), and is submitted in compliance with § 805 ILCS 415, Article 3.

Surviving Entity (Florida limited liability company). The Surviving Entity is a limited liability company organized and existing under the laws of the State of Florida, with its principal office at 132 RETREAT PLACE, POINT VERDE BEACH, FL 32082 and a registered office and registered agent in the State of Florida at the following address: 132 RETREAT PLACE, POINT VERDE BEACH, FL 32082. The proposed Articles of Organization of the Surviving Entity are attached hereto as Exhibit "B" and shall be filed with the Florida Secretary of State's office when the Articles of Conversion are filed with the Florida Secretary of State.

Domesticating Entity (Illinois limited liability company). The Domesticating Entity is a limited liability company organized and existing under the laws of the State of Illinois.

Terms of Domestication; Method of Domestication. The Domesticating Entity shall domesticate from an Illinois limited liability company to a Florida limited liability company which shall be the Surviving Entity. The sole member of the Domesticating Entity shall hold, as a result of the domestication, the same percentage of the membership interest of the Surviving Entity in accordance with his ownership of in the Domesticating Entity, with no further action required. The sole member's rights in the Surviving Entity are substantially equivalent, except as dictated by appropriate state law, to the sole member's interest in the Domesticating Entity.

Terms of Domestication; Surviving Entity Successor to Merging Entity. On the effective date of the domestication, the separate existence of the Domesticating Entity shall cease, and the Surviving Entity shall succeed to all the rights, privileges, immunities and franchises, and all the property, real, personal, and mixed of the absorbed entity, without the necessity for any separate transfer. The Surviving Entity shall then be responsible and liable for all liabilities and obligations of the Domesticating Entity, and neither the rights of creditors nor any liens on the property of the Domesticating Entity shall be impaired by the domestication.

Effective Date. The effective date of this domestication shall be the date when the Articles of Conversion are filed with the Florida Secretary of State.

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HALL COUNTY, FL

Exhibit "B"

Articles of Organization

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TALLAHASSEE, FL**