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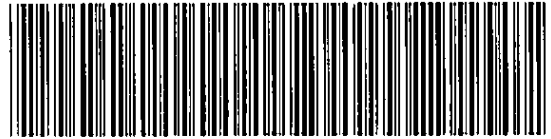
(Business Entity Name)

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Filing Cover Sheet

To: Florida Division of Corporations

From: LESLIE SELLERS C/O Capitol Services, Inc.

Date: 2/28/2024

Trans#: 1444983

Entity Name: JPM RE INVESTMENTS, LLC

**effective date 2/28/24

Articles of Incorporation ()

Amendment ()

Articles of Dissolution ()

Annual Report ()

Conversion (XXX) :

Fictitious Name ()

Foreign Qualification ()

Limited Liability ()

Limited Partnership ()

Merger ()

Reinstatement ()

Withdrawal / Cancellation ()

Other ()

Partnership Registration ()

STATE FEES PREPAID WITH CHECK # 3761 FOR \$150.00

PLEASE RETURN:

Certified Copy () Plain Stamped Copy (xxx) /

Good Standing () Certificate of Fact ()

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**ARTICLES OF CONVERSION
FOR
FOREIGN LLC
INTO
FLORIDA LIMITED LIABILITY COMPANY**

These Articles of Conversion and the attached Articles of Organization are submitted to convert the following Georgia limited liability company (the "Georgia Company") into a Florida limited liability company (the "Florida Limited Liability Company"), in accordance with Section 605.1045, Florida Statutes.

1. The name of the Georgia Company immediately prior to the filing of the Articles of Conversion is: JPM RE INVESTMENTS LLC, a limited liability company, duly organized and existing under the laws of the State of Georgia.

2. The Articles of Organization of the Georgia Company were duly filed with the Georgia Secretary of State on January 28, 2019. The Georgia entity number for the Georgia Company is 19014575.

3. The name of the Florida Limited Liability Company, as set forth in the Articles of Organization attached hereto as Exhibit A, is: JPM RE INVESTMENTS, LLC, a Florida limited liability company.

4. The conversion of the Georgia Company into the Florida Limited Liability Company was approved by the Georgia Company in accordance with the laws of the State of Georgia and all members of the Georgia Company approved the conversion of the Georgia Company into the Florida Limited Liability Company.

5. All members of the Georgia Company have waived any and all appraisal rights which they may be entitled under the laws of the State of Georgia.

6. The conversion of the Georgia Company into the Florida Limited Liability Company shall be effective as of the date of February 28, 2024.

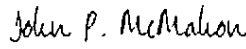
(SIGNATURES ON FOLLOWING PAGE)

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STATE OF FLORIDA
SECRETARY OF STATE

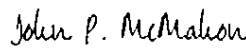
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Signed on the 28 day of February, 2024.

JPM RE INVESTMENTS LLC, a Georgia limited liability company

By: DocuSigned by:

75C8B1918885108
John P. McMahon, Manager

JPM RE INVESTMENTS, LLC, a Florida limited liability company

By: DocuSigned by:

75C8B1918885108
John P. McMahon, Manager

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EXHIBIT A
ARTICLES OF ORGANIZATION

See attached.

ARTICLES OF ORGANIZATION

OF

JPM RE INVESTMENTS, LLC

The undersigned, acting as the organizer and authorized representative of JPM RE Investments, LLC, under the Florida Revised Limited Liability Company Act, Chapter 605, Fla. Stat., adopts the following Articles of Organization:

ARTICLE I – Name:

The name of the limited liability company is: JPM RE Investments, LLC (the “Company”).

ARTICLE II – Address:

The mailing address and street address of the principal office of the limited liability company is: 1209 Edgewater Drive, Suite 105, Orlando, FL 32804.

ARTICLE III – Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the operating agreement of the Company in effect from time to time (the “Operating Agreement”).

ARTICLE IV – Management:

The Company is to be managed by managers. The name and address of the individual serving as the initial managers of the Company until the first meeting of the members or until his or her successor is elected or appointed and qualified, is:

Name:

Address:

John P. McMahon

1209 Edgewater Drive, Suite 105, Orlando,
FL 32804

All managers shall be removed, and all future managers shall be elected or appointed, in the manner prescribed by the Operating Agreement.

ARTICLE V – Admission of Members:

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The Company shall admit members only in the manner prescribed by the Operating Agreement.

ARTICLE VI – Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement, which may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 605, Fla. Stat.

ARTICLE VII – Initial Registered Agent and Office:

The initial registered agent for the Company is: John P. McMahon, and the street address of the Company's initial registered office is: 1209 Edgewater Drive, Suite 105, Orlando, FL 32804.

ARTICLE VIII – Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in the manner prescribed by the Operating Agreement.

ARTICLE IX – Indemnification:

Each individual or entity who is or was a member or manager of the Company (and the heirs, executor, personal representatives, administrators, successors, and assigns of such individual or entity) who was, or is, made a party to, or is involved in any threatened, pending, completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that such person is or was a member or manager of the Company (each, an "Indemnitee"). shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to indemnification conferred in this Article, each Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, or under any provision of these Articles of Organization, the Operating Agreement, or any other agreement, vote of members, or otherwise. Any repeal or amendment of this Article shall not adversely affect any right or protection of a member, manager, or officer existing at the time of such repeal or amendment.

ARTICLE X – Continuation of Business:

Unless dissolved in accordance with the Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

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IN WITNESS WHEREOF, the undersigned Authorized Representative has executed these Articles of Organization to be effective on the date of their filing with the Florida Secretary of State.

DocuSigned by:
By John P. McMahon
John P. McMahon, as Authorized Representative

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

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: John P. McMahon.
2. The name and address of the registered agent and office is:

John P. McMahon
1209 Edgewater Drive, Suite 105, Orlando, FL 32804

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.

DocuSigned by:
John P. McMahon
By: 75C821810B8E4C8
John P. McMahon

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