

L24000142133

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

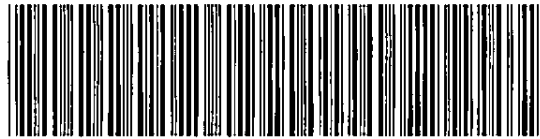
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600423415986

02/09/24--01028--023 **150.00

FILED

2024 FEB -9 PM 3:17

SECRETARY OF STATE
TAMPA, FLORIDA

T. MATTHEWS

MAR 28 2024



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 6, 2024

WILLIAM A. BOND
719 S. PALAOX ST
PENSACOLA, FL 32502 US

SUBJECT: BREI HOLDING PARTNERS, LLC
Ref. Number: W24000037059

We have received your document for BREI HOLDING PARTNERS, LLC and check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), s.607.1622(9) and/or 607.1622(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Tekayla T Matthews
Regulatory Specialist II

Letter Number: 824A00004893



McDonald Fleming

ATTORNEYS AT LAW

Reply to: William A. Bond
wabond@pensacolalaw.com
Direct: (850) 202-8533
Fax: (850) 696-1854

WILLIAM A. BOND
MATTHEW A. BUSH
EDWARD P. FLEMING
J. MITCHELL DE KOZAN
AARON T. MCCURDY
BRUCE A. McDONALD
GEN. MICHAEL L. FERGUSON
(1938-2020)
WILLIAM J. GREEN
(1943-2012)

February 8, 2024

VIA FedEx # 775122966231

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

Re: Conversion of BREI Holding Partners, Inc. (Document # P21000020840) to BREI Holding Partners, LLC

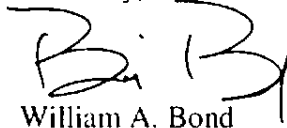
Dear Sir/Madam:

The enclosed Articles of Conversion for Florida Corporation into Florida Limited Liability Company, Articles of Organization of BREI Holding Partners, LLC, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with § 605.1045, Florida Statutes.

Our check in the amount of \$150.00 is enclosed to cover the \$25.00 fee for Articles of Conversion and the \$125.00 fee for Articles of Organization.

Please return all correspondence concerning this matter to us at 719 South Palafox Street, Pensacola, Florida 32502. If you should have questions, We can be reached at (850) 202-8533.

Sincerely,



William A. Bond

WAB/mck
Enclosures

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: BREI Holding Partners, 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:

William A. Bond

(Contact Person)

McDonald Fleming, LLP

(Firm/Company)

719 South Palafox Street

(Address)

Pensacola, Florida 32502

(City, State and Zip Code)

wabond@pensacolalaw.com

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

William A. Bond

(Name of Contact Person)

at (850) 202-8533

(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)

☒ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

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

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

FILED
2024 FEB -9 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FL

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:
BREI Holding Partners Inc.

(Enter Name of Other Business Entity)

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

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

on March 5, 2021
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
BREI Holding Partners, 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.

Signed this 8th day of February 2024 .

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Alfred W. Brown
Printed Name: Alfred W. Brown Title: Manager

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

Signature: Alfred W. Brown
Printed Name: Alfred W. Brown Title: Director

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)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

2024 FEB -9 PM 3:17

SECRETARY OF STATE
TALLAHASSEE, FL

BREI Holding Partners, 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:

98 Weed Street

Pensacola, Florida 32514

Mailing Address:

98 Weed Street

Pensacola, Florida 32514

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:

McDonald Fleming, LLP

Name

719 South Palafox Street

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

Pensacola

FL 32502

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..



Registered Agent's Signature (REQUIRED)

(CONTINUED)

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 _____

MGR _____

Name and Address:

Alfred W. Brown _____

98 Weed Street _____

Pensacola, FL 32514 _____

Charlotte R. Brown _____

7511 Hwy 29 North _____

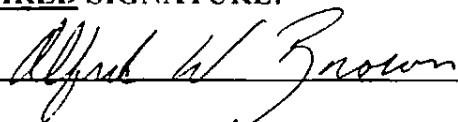
Molino, FL 32577 _____

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

See Exhibit A.

REQUIRED SIGNATURE:

 _____

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.

Alfred W. Brown _____

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)

Exhibit "A"
BREI Holding Partners, LLC

Article V.

1. Company shall be manager-managed. No Member shall be a Manager or an agent of Company solely by being a Member.

2. The aggregate quantity of Units authorized for issuance to Members shall not exceed 10,000 and shall be all of the same class with no differences between the rights, privileges, and duties associated therewith.