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(City/State/Zip/Phone #)

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(Business Entity Name)

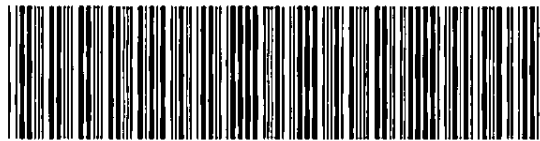
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TALLAHASSEE, FLORIDA



CLARK PARTINGTON
ATTORNEYS AT LAW

Samantha McClellan
Direct (850) 208-7022
smcclellan@clarkpartington.com

April 30, 2024

Via Federal Express

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

RE R. G. Lathinghouse Partnership – Conversion of Florida General Partnership to Florida
Limited Liability Company
CP Matter No. 231856

Dear Sir or Madam,

In connection with the above-referenced matter, enclosed are the following:

1. Original and one copy of the Articles of Conversion;
2. Original and one copy of the Articles of Organization; and
3. Check No. 18169 in the amount of \$180.00 for the following fees:

Filing Fee for Articles of Conversion	\$25.00
Filing Fee for Articles of Organization	\$125.00
Certified Copy Fee	<u>\$30.00</u>
	\$180.00

Please file these documents as soon as possible and return confirmation of filing and the certified copy in the attached self-addressed, stamped envelope.

Please give me a call at (850) 208-7022 should you have any questions. I appreciate your assistance with this matter.

Sincerely,



Samantha McClellan

/smm
Enclosures

**ARTICLES OF CONVERSION
OF
R.G. LATHINGHOUSE PARTNERSHIP**

These Articles of Conversion and the attached Articles of Organization are submitted to convert R.G. LATHINGHOUSE PARTNERSHIP, a Florida general partnership (the "Converting Entity"), into a Florida limited liability company in accordance with Sections 620.8912-8915, and Sections 605.1041-1046, *Florida Statutes*.

1. The name of the Converting Entity immediately prior to the filing of these Articles of Conversion is R.G. Lathinghouse Partnership.

2. The Converting Entity is a general partnership first registered under the laws of the State of Florida on August 27, 2004, with document number GP0400002117 and Federal EIN 59-1956627.

3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is R.G. Lathinghouse, LLC (the "Converted Entity").

4. The Plan of Conversion has been approved in accordance with all applicable statutes, including all applicable Florida state law including Sections 620.8912-8915, and Sections 605.1041-1046, *Florida Statutes*. No partners are entitled to appraisal rights as the partners of the Converting Entity approved the Plan of Conversion and remain the partners of the Converted Entity.

5. The effective date of these Articles of Conversion and the attached Articles of Organization shall be May 1, 2024.


6. The conversion is permitted by, and complies with all applicable requirements set forth in Florida state law including Sections 620.8912-8915, and Sections 605.1041-1046, *Florida Statutes*.

[Signature Page Follows]

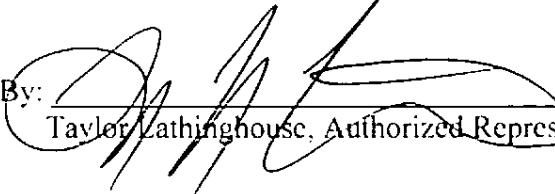
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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned authorized representative of the Converting Entity and the Converted Entity has executed these Articles of Conversion.

R.G. LATHINGHOUSE PARTNERSHIP, a Florida General Partnership

By: 
Taylor Lathinghouse, Authorized Representative

R.G. LATHINGHOUSE, LLC, a Florida limited liability company (Converted Entity)

By: 
Taylor Lathinghouse, Authorized Representative

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Exhibit A
Articles of Organization

[Attached]

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
R.G. LATHINGHOUSE, LLC**

The undersigned, Taylor Lathinghouse, a natural person competent to contract and an authorized representative of R.G. Lathinghouse, LLC, hereby presents these Articles of Organization as the Articles of Organization of R.G. Lathinghouse, LLC, a limited liability company formed under the provisions of Chapter 605, *Florida Statutes*.

ARTICLE I - NAME

The name of the limited liability company is R.G. Lathinghouse, LLC. This limited liability company is referred to in these Articles of Organization as the "Company."

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The address of the initial principal office and the initial mailing address is 475 U.S. Highway 90 E. Defuniak Springs, FL 32435. The Company's mailing address and principal office may hereafter be at such other place or places as its members from time to time may determine.

ARTICLE III - PURPOSE AND POWERS

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized and shall have all powers and rights which a limited liability company may exercise pursuant to Chapter 605, *Florida Statutes*.

ARTICLE IV - COMMENCEMENT AND TERM OF EXISTENCE

The date for commencement of the Company's existence shall be May 1, 2024. The Company shall have a perpetual existence unless the Company is terminated as provided in its Operating Agreement.

ARTICLE V - REGISTERED OFFICE AND AGENT

The initial registered agent of the Company is Taylor Lathinghouse, and the initial address for that registered agent is 475 U.S. Highway 90 E, Defuniak Springs, FL 32435.

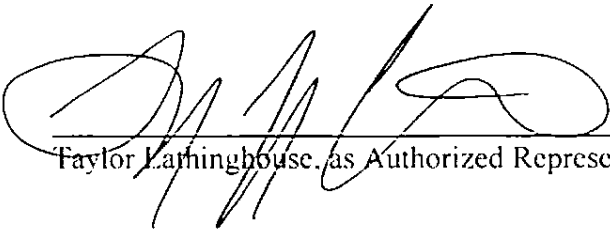
ARTICLE VI - MANAGEMENT

The Company shall be managed by one or more managers in accordance with the terms of the Operating Agreement for the Company. The name and address of the initial managers of the Company is as follows:

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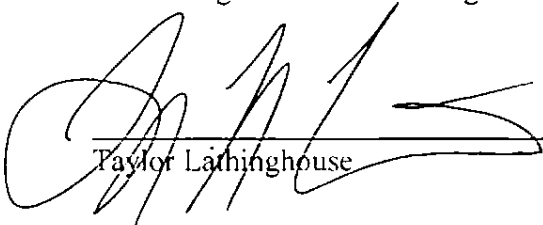
Taylor Lathinghouse – 475 U.S. Highway 90 E, Defuniak Springs, FL 32435
Eric Joyner – 475 U.S. Highway 90 E, Defuniak Springs, FL 32435
R. Greg Lathinghouse – 475 U.S. Highway 90 E, Defuniak Springs, FL 32435

IN WITNESS WHEREOF, the undersigned authorized representative of the Company has executed these Articles of Organization.


Taylor Lathinghouse, as Authorized Representative

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of R.G. Lathinghouse, LLC. I am familiar with and accept the duties and obligations of such designation.


Taylor Lathinghouse