

L24000263454

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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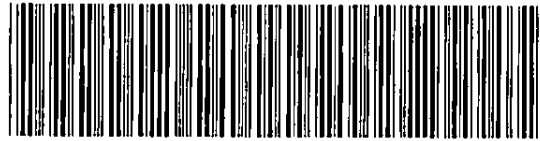
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



## Filing Cover Sheet

To: Florida Division of Corporations

From: Ronnie Campbell C/O Capitol Services, Inc.

Date: 6/12/2024

Trans#: 1470569

Entity Name: Orange County Holdings, LLC (WA) converting into Orange  
County Holdings of Florida, LLC (FL)

Articles Incorporation ( )

Articles of Dissolution ( )

Conversion (XXX) ☒

Foreign Qualification ( )

Limited Partnership ( )

Reinstatement ( )

Other ( )

Articles of Amendment ( )

Annual Report ( )

Fictitious Name ( )

Limited Liability ( )

Merger ( )

Withdrawal / Cancellation ( )

STATE FEES PREPAID WITH CHECK #3964 FOR \$180.00

### PLEASE RETURN:

Certified Copy (xxx) ☒

Plain Photocopy ( )

Good Standing ( )

Certificate of Fact ( )

FILED  
JUN 13 2024  
TALLAHASSEE, FL



**CAPITOL  
SERVICES**

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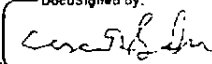
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TALLAHASSEE, FL

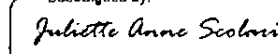
## ARTICLES OF CONVERSION

Pursuant to the provisions of Section 605.1045 of the Florida Revised Limited Liability Company Act (the "FL Act"), ORANGE COUNTY HOLDINGS, LLC, a Washington limited liability company (the "Company"), hereby delivers these ARTICLES OF CONVERSION and attached ARTICLES OF ORGANIZATION for the purpose of converting the Company from a Washington limited liability company to a Florida limited liability company pursuant to the provisions Section 605.1041(3) of the FL Act and Sections 25.15.436-446 of the Washington Limited Liability Company Act.

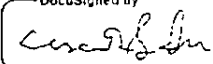
1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is ORANGE COUNTY HOLDINGS, LLC.
2. The "Other Business Entity" is a limited liability company first formed under the laws of the State of Washington on April 5, 2010.
3. The name of the limited liability company as set forth in the attached Articles of Organization is ORANGE COUNTY HOLDINGS OF FLORIDA, LLC.
4. The conversion will be effective on the date of filing these Articles of Conversion and Articles of Organization with the Florida Department of State.
5. The plan of conversion has been approved in accordance with all applicable statutes.

**ORANGE COUNTY HOLDINGS, LLC**  
a Washington limited liability company

By:   
Name: Cesar K. Scolari  
Title: Manager  
Date: 3/16/2024

By:   
Name: Juliette Anne Scolari  
Title: Manager  
Date: 3/19/2024

**ORANGE COUNTY HOLDINGS OF  
FLORIDA, LLC**  
a Florida limited liability company

By:   
Name: Cesar K. Scolari  
Title: Manager  
Date: 3/16/2024

**ARTICLES OF ORGANIZATION  
OF  
ORANGE COUNTY HOLDINGS OF FLORIDA, LLC**

The undersigned hereby organizes a limited liability company under the provisions of the Florida Revised Limited Liability Company Act (the "Act"), and pursuant to the following Articles of Organization:

ARTICLE 1

Name

The name of this limited liability company is  
  
ORANGE COUNTY HOLDINGS OF FLORIDA, LLC  
  
(hereafter, the "Company").

ARTICLE 2

Effective Date

This Company shall have perpetual existence, commencing on the date that these Articles of Organization are filed with the Florida Department of State.

ARTICLE 3

Mailing Address and Principal Office

The mailing address and street address of the principal office of the Company is 601 S. Magnolia Avenue, Tampa, FL 33606.

FILED  
JUN 11 2014  
TAMPA, FL  
CLERK OF THE COURT

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this Company is 401 E. Jackson Street, Suite 1500, Tampa, Florida 33602, and the name of the initial registered agent of this Company at that address is David L. Koche.

ARTICLE 5

Management of the Company

The Company is to be managed by one or more managers and is, therefore, a manager-managed limited liability company within the meaning of Section 605.0102(39) of the Act. The name and address of the initial manager is set forth below:


CESAR R. SCOLARI  
601 S. Magnolia Avenue  
Tampa, FL 33606

ARTICLE 6

Indemnification

The Company shall indemnify its managers and member to the fullest extent authorized by law.

IN WITNESS WHEREOF, the undersigned authorized representative of the member has executed these Articles of Organization on the 1<sup>TH</sup> day of JUNE, 2024.

  
\_\_\_\_\_  
David L. Koche, Authorized Representative

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE OF  
ORANGE COUNTY HOLDINGS OF FLORIDA, LLC**

Pursuant to the provisions of Section 605.0113 of the 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 ORANGE COUNTY HOLDINGS OF FLORIDA, LLC.

2. The name and address of the registered agent and office are:

David L. Koche  
401 E. Jackson Street, Suite 1500  
Tampa, Florida 33602

*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, Florida Statutes.*

Dated: JUNE 1, 2024.

  
\_\_\_\_\_  
DAVID L. KOCHÉ

JUN 12 11:24  
FBI