

L240000488132

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

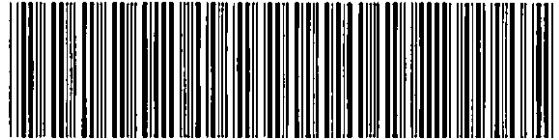
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000439774460

11/18/24--01022--014 **150.00

2024 NOV 18 PM 3:37



Helen Brock Ford
Senior Paralegal
T: 407.669.4322 F: 407.425.8377
helen.ford@nelsonmullins.com

NELSON MULLINS RILEY & SCARBOROUGH LLP
ATTORNEYS AND COUNSELORS AT LAW

390 North Orange Avenue, Suite 1400
Orlando, FL 32801
T: 407.669.4200 F: 407.425.8377
nelsonmullins.com

November 14, 2024

OVERNIGHT DELIVERY

New Filing Section
Division of Corporations
The Centre of Tallahassee
Post Office Box 6327
Tallahassee, Florida 32303

RE: Michellesworth, Inc. (Document No. G11606)

Dear Sir/Madam:

Enclosed for filing with your office please find the Articles of Conversion for "Other Business Entity" into Florida Limited Liability Company for Michellesworth, Inc. Also enclosed and accompanying the enclosed documents is our firm's check for \$150.00 representing the filing fee for the Articles of Conversion of \$25.00 and Articles of Organization of \$125.00.

Please return filing confirmation to the undersigned at your earliest convenience.
Thank you.

Sincerely,

NELSON MULLINS

Helen Brock Ford, FRP
Senior Paralegal

hf
Enclosures

**ARTICLES OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**

These 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 Section 605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of these Articles of Conversion is MICHELLESWORTH, INC.

2. The "Other Business Entity" is a corporation first organized and formed under the laws of the State of Florida on December 3, 1982 and was assigned Document Number G11606.

3. The name and address of the "Florida Limited Liability Company" as set forth in the attached Articles of Organization is MICHELLESWORTH, LLC, whose principal place of business is c/o Paracorp Incorporated 155 Office Plaza Drive, 1st Floor, Tallahassee, Florida 32301. The mailing address of the business is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801, and shall be a limited liability company organized and formed under the laws of the State of Florida.

4. The conversion shall be effective on the date of filing.

5. The conversion is permitted by the applicable law(s) governing the "Other Business Entity", and the conversion complies with such law(s) and the requirements of the applicable sections in Chapter 605 of the Florida Statutes in effecting the conversion.

6. The plan of conversion and this conversion were approved as required by Chapter 607 and Chapter 605 of the Florida Statutes. The written consent of the sole shareholder of the "Other Business Entity" who, as a result of the conversion, becomes the sole member of the "Florida Limited Liability Company", and the sole director of the "Other Business Entity" has consented to the plan of conversion and this conversion pursuant to a Joint Written Consent of the Sole Shareholder and Sole Director of the "Other Business Entity".

7. The "Other Business Entity" currently exists on the official records of the State of Florida, under which it is currently incorporated.

8. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount which such members are entitled under the applicable sections of Chapter 605 of the Florida Statutes, as applicable.

(Signature Page to Follow)

The individuals signing below affirm that the facts stated in this document are true.
Signed as of the 20 day of November, 2023.

OTHER BUSINESS ENTITY:

MICHELLESWORTH, INC.

By: M.E. Badcock
M.E. BADCOCK, President

FLORIDA LIMITED LIABILITY COMPANY

MICHELLESWORTH, LLC

By: M.E. Badcock
M.E. BADCOCK,
Authorized Representative

2024 NOV 18 PM 3:37
MICHELLESWORTH, LLC
M.E. BADCOCK

**ARTICLES OF ORGANIZATION
OF
MICHELLESWORTH, LLC**

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I - NAME

The name of this limited liability company shall be MICHELLESWORTH, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address of the limited liability company is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801, and the principal office address of the limited liability company is c/o Paracorp Incorporated, 155 Office Plaza Drive, 1st Floor, Tallahassee, Florida 32301.

ARTICLE III – REGISTERED AGENT

The initial registered agent for the Company shall be PARACORP INCORPORATED, whose address is 155 Office Plaza Drive, 1st Floor, Tallahassee, Florida 32301.

ARTICLE IV – MANAGEMENT

The limited liability company is to be managed by one or more managers and the name and address of the individual who is to serve as the initial manager until the first annual meeting of members or until his or her successor is elected and qualified is contained within the terms of the Operating Agreement of the Company.

ARTICLE V - DURATION

This limited liability company shall commence its existence as of the effective date of the conversion of MICHELLESWORTH, INC., a Florida corporation, into the Company, and shall exist perpetually thereafter unless sooner dissolved.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization the 30 day of November, 2023.

Regina Rabitaille
Regina Rabitaille, Authorized Representative

STATE OF FLORIDA

REGISTERED AGENT CONSENT FORM

DATE: November 30, 2023

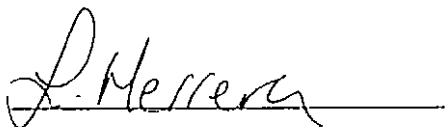
ENTITY NAME:

MICHELLESWORTH, LLC

REGISTERED AGENT NAME AND ADDRESS:

Paracorp Incorporated
155 Office Plaza Drive, 1st Floor
Tallahassee, FL 32301

Paracorp Incorporated, having been designated to act as Statutory Agent, hereby consents to act in the capacity for the above-referenced entity until removed or resignation is submitted in accordance with the Florida Revised Statutes.



Leticia Herrera, Assistant Secretary
Paracorp Incorporated

2024 NOV 18 PM 3:37
Tallahassee, FL

ARTICLES OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY

These 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 Section 605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of these Articles of Conversion is MICHELLESWORTH, INC.

2. The "Other Business Entity" is a corporation first organized and formed under the laws of the State of Florida on December 3, 1982 and was assigned Document Number G11606.

3. The name and address of the "Florida Limited Liability Company" as set forth in the attached Articles of Organization is MICHELLESWORTH, LLC, whose principal place of business is c/o Paracorp Incorporated 155 Office Plaza Drive, 1st Floor, Tallahassee, Florida 32301. The mailing address of the business is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801, and shall be a limited liability company organized and formed under the laws of the State of Florida.

4. The conversion shall be effective on the date of filing.

5. The conversion is permitted by the applicable law(s) governing the "Other Business Entity", and the conversion complies with such law(s) and the requirements of the applicable sections in Chapter 605 of the Florida Statutes in effecting the conversion.

6. The plan of conversion and this conversion were approved as required by Chapter 607 and Chapter 605 of the Florida Statutes. The written consent of the sole shareholder of the "Other Business Entity" who, as a result of the conversion, becomes the sole member of the "Florida Limited Liability Company", and the sole director of the "Other Business Entity" has consented to the plan of conversion and this conversion pursuant to a Joint Written Consent of the Sole Shareholder and Sole Director of the "Other Business Entity".

7. The "Other Business Entity" currently exists on the official records of the State of Florida, under which it is currently incorporated.

8. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount which such members are entitled under the applicable sections of Chapter 605 of the Florida Statutes, as applicable.

(Signature Page to Follow)

The individuals signing below affirm that the facts stated in this document are true.
Signed as of the 20 day of November, 2023.

OTHER BUSINESS ENTITY:

MICHELLESWORTH, INC.

By: M.E. Badcock
M.E. BADCOCK, President

FLORIDA LIMITED LIABILITY COMPANY

MICHELLESWORTH, LLC

By: M.E. Badcock
M.E. BADCOCK,
Authorized Representative

2024 NOV 18 PM 3:37

**ARTICLES OF ORGANIZATION
OF
MICHELLESWORTH, LLC**

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I - NAME

The name of this limited liability company shall be MICHELLESWORTH, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address of the limited liability company is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801, and the principal office address of the limited liability company is c/o Paracorp Incorporated, 155 Office Plaza Drive, 1st Floor, Tallahassee, Florida 32301.

ARTICLE III – REGISTERED AGENT

The initial registered agent for the Company shall be PARACORP INCORPORATED, whose address is 155 Office Plaza Drive, 1st Floor, Tallahassee, Florida 32301.

ARTICLE IV – MANAGEMENT

The limited liability company is to be managed by one or more managers and the name and address of the individual who is to serve as the initial manager until the first annual meeting of members or until his or her successor is elected and qualified is contained within the terms of the Operating Agreement of the Company.

ARTICLE V - DURATION

This limited liability company shall commence its existence as of the effective date of the conversion of MICHELLESWORTH, INC., a Florida corporation, into the Company, and shall exist perpetually thereafter unless sooner dissolved.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization the 30 day of November, 2023.

Regina Rabitaille
Regina Rabitaille, Authorized Representative

STATE OF FLORIDA

REGISTERED AGENT CONSENT FORM

DATE: November 30, 2023

ENTITY NAME:

MICHELLESWORTH, LLC

REGISTERED AGENT NAME AND ADDRESS:

Paracorp Incorporated
155 Office Plaza Drive, 1st Floor
Tallahassee, FL 32301

Paracorp Incorporated, having been designated to act as Statutory Agent, hereby consents to act in the capacity for the above-referenced entity until removed or resignation is submitted in accordance with the Florida Revised Statutes.

Leticia Herrera, Assistant Secretary
Paracorp Incorporated

2023 NOV 18 PM 3:37