



**CERTIFICATE OF CONVERSION FOR  
YARMUTH FAMILY, LTD.  
TO  
YARMUTH FAMILY, LLC**

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Florida limited partnership to a Florida limited liability company.

1. YARMUTH FAMILY, LTD. (the "Partnership") has been converted to YARMUTH FAMILY, LLC, a Florida limited liability company ("LLC"), in compliance with chapter §605 Florida statutes and complies with all laws governing Florida limited liability companies.

2. The terms pursuant to which the Partnership shall convert to the LLC are as set forth in a Plan of Conversion, adopted by the partners of the Partnership and by the members of the LLC, dated of even date herewith, and in compliance with Florida Statute §620.2102.

3. The effective date of the conversion shall be the date of filing this Certificate of Conversion with the Florida Secretary of State.

4. The mailing address for the LLC is 359 Carolina Avenue, Suite A, Winter Park, Florida 32789, and the street address of the principal office of the LLC is 359 Carolina Avenue, Suite A, Winter Park, Florida 32789.

5. The name of the Partnership immediately prior to the filing of this Certificate of Conversion is YARMUTH FAMILY, LTD., incorporated under the laws of the State of Florida March 18, 1996.

6. The name of the LLC, as set forth in the attached Articles of Organization is YARMUTH FAMILY, LLC.

7. The LLC shall pay all partners having appraisal rights any amount to which they are entitled under Florida Statutes §620.


**(SIGNATURES ON FOLLOWING PAGE)**

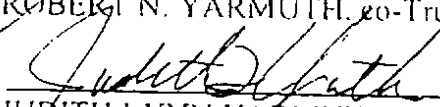
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SECRETARY OF STATE  
FLORIDA

DATED this 5<sup>th</sup> day of June, 2025.

**GENERAL PARTNER:**

ROBERT N. YARMUTH REVOCABLE TRUST  
dated January 19, 1996, as amended and restated.  
General Partner

By:   
ROBERT N. YARMUTH, co-Trustee

By:   
JUDITH LYNN YARMUTH, co-Trustee

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NOTARY PUBLIC  
JUDITH LYNN YARMUTH

## ARTICLES OF ORGANIZATION

### OF

### YARMUTH FAMILY, LLC

The undersigned, acting as the organizer of YARMUTH FAMILY, LLC under the Florida 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 YARMUTH FAMILY, LLC (the "Company").

#### ARTICLE II - Address:

The mailing address and street address of the principal office of the Company is 359 Carolina Avenue, Suite A, Winter Park, Florida 32789.

#### 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.

#### ARTICLE IV - Management:

The Company is to be managed by its manager, and the name and address of the initial manager until the first annual meeting of members or until their successor(s) are elected and qualified is:

Robert N. Yarmuth  
359 Carolina Avenue  
Suite A  
Winter Park, Florida 32789

#### ARTICLE V - Admission of Additional Members:

The Company shall admit new Members only upon the unanimous written consent of all the then existing Members of the Company.

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#### **ARTICLE VI - Adoption of Operating Agreement:**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement 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 shall be Robert N. Yarmuth and the street address of the Company's initial registered office is 359 Carolina Avenue, Suite A, Winter Park, Florida 32789.

#### **ARTICLE VIII - Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

#### **ARTICLE IX - Indemnification:**

Each individual or entity who is or was a Manager or Member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Manager or Member of the Company ("Indemnatee"), 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 the indemnification conferred in this Article, the Indemnatee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnatee 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, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member or officer existing at the time of such repeal or amendment.

#### **ARTICLE X – Continuation of Business:**

Unless dissolved in accordance with the Company's 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 Manager has executed these Articles of Organization as of this 5<sup>th</sup> day of June, 2025.

MANAGER:

  
\_\_\_\_\_  
ROBERT N. YARMUTH

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COMMERCIAL STATE


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

PURSUANT TO THE PROVISIONS OF SECTION 605, 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 YARMUTH FAMILY, LLC
2. The name and address of the registered agent and office is:

Robert N. Yarmuth  
359 Carolina Avenue  
Suite A  
Winter Park, Florida 32789

Having been designated as the Registered Agent for YARMUTH FAMILY, LLC, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited liability company, and states that the undersigned is familiar with and accepts the statutory obligations as such, including those obligations contained in Chapter 605, Florida Statutes.

  
\_\_\_\_\_  
ROBERT N. YARMUTH

Dated this 5<sup>th</sup> day of June, 2025.

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STATE OF FLORIDA  
CLERK OF THE COURT