

m24000008754

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

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MAIL

(Business Entity Name)

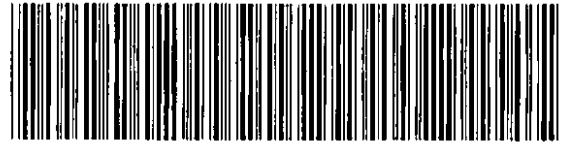
(Document Number)

Certified Copies _____ Certificates of Status _____

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VILLAGE OF ALHAMBRA



Manhattan Construction Company
5601 South 122nd East Avenue
Tulsa, Oklahoma 74146

918.583.6900 (office)
918.585.5961 (facsimile)
www.manhattanconstructiongroup.com

Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

10/22/2024

Re: Manhattan Construction Company LLC, Document #M24000008754

Dear Registration Section,

Manhattan Construction Company LLC is registered as a foreign LLC with the State of Florida. We would like to add two authorized members to our registration.

Enclosed please find:

- A completed Cover Letter
- A completed Application by Foreign Limited Liability Company to File Amendment to Certificate of Authority to Transact Business in Florida
- A recent certificate from the State of Oklahoma evidencing the recent Certificate of Conversion
- A signed and notarized Authorization of Managers of Manhattan Construction Company LLC evidencing the added members are authorized Regional Secretaries
- Payment of the \$25 fee for processing this amendment

Please do not hesitate to contact me with any questions, I may be reached at (918) 583-6900.

Sincerely,

Gary Wilson
Accounting

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MANHATTAN CONSTRUCTION COMPANY LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

GARY WILSON

Name of Person

MANHATTAN CONSTRUCTION COMPANY LLC

Firm/Company

5601 S 122nd EAST AVE

Address

TULSA, OK 74146

City/State and Zip Code

GWilson@RooneyHoldings.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

GARY WILSON at (918) 583-6900

Name of Person Area Code & Daytime Telephone Number

Mailing Address:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

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

Enclosed is a check for the following amount:

- ☒ \$25 Filing Fee ☐ \$30 Filing Fee & Certificate of Status ☐ \$55 Filing Fee & Certified Copy ☐ \$60 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: MANHATTAN CONSTRUCTION COMPANY LLC

Enter new principal office address, if applicable: not applicable

(Principal office address

MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

not applicable

(Mailing address

MAY BE A POST OFFICE BOX)

2. The Florida document number of this limited liability company is: M24000008754

3. Jurisdiction of its organization: OKLAHOMA

4. Date authorized to do business in Florida: 7/10/2024

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: _____
(must contain "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C.," or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____

Enter Florida Street Address

_____, **Florida**
City Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

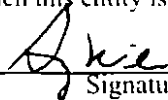
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(c), indicate that change:

WE ARE ADDING TO OUR LIST OF AUTHORIZED PERSONS

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
AMBR	AUDREY WELDON	3705-1 WESTVIEW DRIVE	<input checked="" type="checkbox"/> Add
		NAPLES, FL 34104	<input type="checkbox"/> Remove
AMBR	CANDICE DELOACH	5405 CYPRESS CENTER DR. SUITE 200	<input checked="" type="checkbox"/> Add
		TAMPA, FL 33609	<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

9. Attached is a certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of the authorized representative

GARY WILSON

Typed or printed name of signee

Filing Fee: \$25.00

**AUTHORIZATION
OF
MANAGERS
OF
MANHATTAN CONSTRUCTION COMPANY LLC
(Regional Secretaries)**

The undersigned, being all of the managers of Manhattan Construction Company LLC, an Oklahoma limited liability company (the "Company"), by this instrument in lieu of a meeting, did, as of the ____ day of July, 2024 (the "Effective Date"), adopt and consent to the following resolutions:

RESOLVED, that each of the following persons is hereby appointed to the office of Regional Secretary of the Company for the designated region/office set out opposite her name below, to serve from the Effective Date until September 30th of the following year or until her earlier resignation or removal:

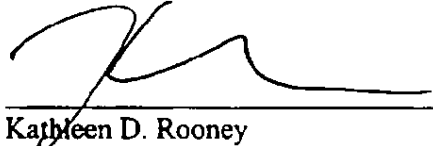
<u>Regional Secretary</u>	<u>Region/Office</u>
Veronica O'Brien	Washington, D.C.
Audrey Weldon	Naples, Florida
Kelly Chancellor	Dallas, Texas
Tracy Wyatt	Tulsa, Oklahoma
Paula Tripp-Hackworth	Oklahoma City, Oklahoma
Nikki Ginn	Atlanta, Georgia
Candice Deloach	Tampa, Florida
Leslie Raub	Houston, Texas

RESOLVED, that, as part of her duties to the Company and in furtherance of the business of the designated region/office, each Regional Secretary is hereby authorized and directed to execute, attest and deliver to third parties the following types of documents (each, a "Document"), and each and every Document so executed, attested and delivered by a Regional Secretary shall be deemed approved by the Executive Vice President for Operations of the Company:

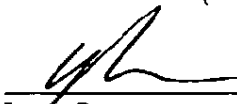
- Bonds (bid bonds, performance bonds and payment bonds);
- Contracts and Subcontracts; and
- Documents related to Owner Contracts or Change Orders.

RESOLVED, that this Authorization shall be conclusive evidence in favor of each and every person relying on a Document that the Regional Secretary is duly and properly authorized and empowered by the Managers of the Company to execute, attest and deliver the Document, for and on behalf of the Company, to the same extent and for the same purposes as a Secretary of the Company could do.

IN WITNESS WHEREOF, each of the undersigned has executed this Authorization in his or her capacity as a Manager of the Company as of the Effective Date.


Kathleen D. Rooney


Michael Rooney

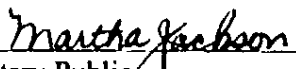

Larry Rooney

STATE OF OKLAHOMA)
) ss:
COUNTY OF TULSA)

Subscribed and sworn to before me on July 1, 2024.

(Seal)




Notary Public
My Commission Expires: 02-16-27
Commission # 11001359

OFFICE OF THE SECRETARY OF STATE



**CERTIFIED COPY OF ONE PARTICULAR
DOCUMENT**

CERTIFICATE

I THE UNDERSIGNED, Secretary of State, of the State of Oklahoma do hereby certify that, to the date of this certificate, the attached is a true and correct copy of the document on file as described below of:

NAME OF ENTITY
MANHATTAN CONSTRUCTION COMPANY LLC

DOCUMENT TYPE
Articles of Conversion

DOCUMENT FILING DATE
July 09, 2024



IN TESTIMONY WHEREOF, I hereunto set my hand and affixed the Great Seal of the State of Oklahoma, done at the City of Oklahoma City, this 22nd, day of October, 2024.

A handwritten signature in black ink, appearing to read "Josh Cady", is written over a horizontal line.

Secretary Of State

OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF CONVERSION

WHEREAS,

MANHATTAN CONSTRUCTION COMPANY LLC

a domestic limited liability company organized under the laws of the State of OKLAHOMA has filed in the office of the Secretary of State duly authenticated evidence of a conversion, as provided by the laws of the State of Oklahoma.

NOW THEREFORE, I, the undersigned Secretary of State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this Certificate evidencing such conversion.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.



*Filed in the city of Oklahoma City this
9th day of July, 2024.*

A handwritten signature in black ink, appearing to read "J. L. C. A.", is written over a horizontal line.

Secretary of State

OKLAHOMA SECRETARY OF STATE



505



56373020002

ARTICLES OF CONVERSION
OF
MANHATTAN CONSTRUCTION COMPANY
INTO
MANHATTAN CONSTRUCTION COMPANY LLC

Manhattan Construction Company, an Oklahoma corporation (the "Company"), for the purpose of converting to an Oklahoma limited liability company pursuant to the provisions of Section 2054.1 of the Oklahoma Limited Liability Company Act and Section 1090.5 of the Oklahoma General Corporation Act,

DOES HEREBY CERTIFY THAT:

1. The Company was first organized and incorporated as a corporation in the State of Oklahoma on December 17, 1907 (recorded in Corporation Record Number One) under the name "Manhattan Construction Company of Oklahoma."
2. The name of the Company immediately prior to the filing of these Articles of Conversion was "Manhattan Construction Company."
3. The name of the limited liability company into which the Company is to be converted and as set forth in its Articles of Organization, which are attached hereto as **Exhibit A** and made a part hereof, is "Manhattan Construction Company LLC".
4. The conversion of the Company into Manhattan Construction Company LLC was unanimously approved in accordance with the provisions of Section 1090.5 of the Oklahoma General Corporation Act and Section 2054.1 of the Oklahoma Limited Liability Company Act by all of the directors and the sole shareholder of the Company by written consents each dated as of July 9, 2024.

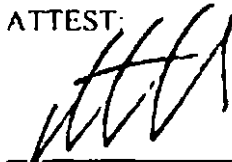
The undersigned does hereby certify, make and acknowledge these Articles of Conversion effective as of the 9th day of July, 2024.

MANHATTAN CONSTRUCTION COMPANY

By: 

John Reyhan, President

ATTEST:



Robert Tinkler, Secretary

RECEIVED

JUL 09 2024

OKLAHOMA SECRETARY
OF STATE

EXHIBIT A

**ARTICLES OF ORGANIZATION
OF
MANHATTAN CONSTRUCTION COMPANY LLC**

[see attached]

**ARTICLES OF ORGANIZATION
OF
MANHATTAN CONSTRUCTION COMPANY LLC**

ARTICLE I

The name of the limited liability company is:

Manhattan Construction Company LLC

ARTICLE II

Manhattan Construction Company LLC (the "Company") shall exist perpetually from the date of filing these Articles of Organization with the Oklahoma Secretary of State.

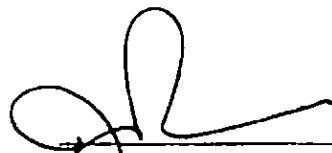
ARTICLE III

The street address of the Company's principal place of business is 5601 South 122nd East Avenue, Tulsa, Oklahoma 74146. The name and street address of its registered agent and registered office in this state are Business Filings Incorporated, 1833 South Morgan Road, Oklahoma City, Oklahoma 73128.

ARTICLE IV

The e-mail address of the primary contact for the Company is MRooney@rooneyholdings.com.

The undersigned does hereby certify, make and acknowledge these Articles of Organization this 9th day of July, 2024.

A handwritten signature in black ink, appearing to read 'John Rcyhan', is written over a horizontal line.

John Rcyhan
5601 South 122nd East Avenue
Tulsa, Oklahoma 74146