

P07000030591

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

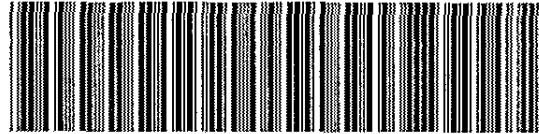
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900091520509

03/08/07--01018--013 **113.75

FILED
07 MAR - 8 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. Gulligan MAR - 9 2007

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: L & A Lumber Company, Inc.

(Name of Resulting Florida Profit Corporation)

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Jodie Pitman

(Contact Person)

W. Wade Wallace, P.A.

(Firm/Company)

10221 West Emerald Coast Parkway, Suite 26

(Address)

Miramar Beach, FL 32550

(City, State and Zip Code)

For further information concerning this matter, please call:

Jodie Pitman

(Name of Contact Person)

at (850) 837-0155

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$105.00 Filing Fees

☒ \$113.75 Filing Fees
and Certificate of
Status

☐ \$113.75 Filing Fees
and Certified Copy

☐ \$122.50 Filing Fees,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

FILED
07 MAR -8 AM 10: 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

L & A Lumber Company, L.L.C. LO6-84570

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on August 25, 2006
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

N/A

4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:

L & A Lumber Company, Inc.

(Enter Name of Florida Profit Corporation)

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 5th day of March, 2007

Signature: _____

(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: Kevin O. Logan Title: Managing Member

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**ARTICLES OF INCORPORATION
OF
L & A Lumber Company, Inc.**

FILED
07 MAR -8 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation is: **L & A Lumber Company, Inc.**

ARTICLE II

Duration

This corporation shall exist perpetually.

ARTICLE III

Corporate Purpose

This corporation is organized to transact any lawful business for which the corporation may be incorporated pursuant to Chapter 607, Florida Statutes, or any other applicable laws of the State of Florida.

ARTICLE IV

Principal Office/Mailing Address

The street address of the initial principal office is: 16584 Highway 331 South, Freeport, FL 32439.
The mailing address of the corporation is: Post Office Box 1029, Santa Rosa Beach, FL 32459.

ARTICLE V

Capital Stock

This corporation is authorized to issue Two Thousand (2000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI

Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII

Stockholder and Corporation Option to Purchase Stock

In case a shareholder desires to sell his shares of stock, he must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

If none of the shareholders desire to purchase the shares of stock, the stockholder must then offer the corporation the option to purchase, it being the intention to give the corporation the second preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders within ten (10) days thereafter, then the corporation has five (5) days to exercise its option. If

neither the shareholders nor the corporation exercise their option, then they shall be deemed to have waived their privilege of purchasing, and the stockholder will be at liberty to sell to anyone else.

ARTICLE VIII

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 10221 West Emerald Coast Parkway, Suite 26, Miramar Beach, FL 32550; the name of the initial registered agent of this corporation at that address is: W. Wade Wallace.

ARTICLE IX

Board of Directors

This corporation shall have two (2) directors. The number of directors may be either increased or diminished from time to time by the By-laws.

ARTICLE X

Officers

The corporation shall have the following officers:

President

Kevin O. Logan
1522 Mack Bayou Road
Santa Rosa Beach, FL 32459

Secretary/Treasurer

Bruce W. Anderson
818 McCall Dairy Road
DeFuniak Springs, FL 32435

ARTICLE XI

Incorporators

The name and address of the incorporator is: Kevin O. Logan, Post Office Box 1029, Santa Rosa Beach, FL 32459.

ARTICLE XII

Action by Directors Without a Meeting

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XIII

Amendment

This corporation reserves the right to amend or repeal any article hereto or amendment thereof, and any right, conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5th day of March, 2007.


Kevin O. Logan

STATE OF FLORIDA
COUNTY OF WALTON

The forgoing instrument was acknowledged before me this 10th day of March, 2007, by Kevin O. Logan, (X) who is/are personally known to me or (____) who produced the following as identification:

WITNESS my hand and seal this 10th day of March, 2007.

Affix Seal:



Type Name: _____

NOTARY PUBLIC

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

FIRST -- That L & A Lumber Company, Inc., with its principal place of business at 26584 Highway 331 South, Freeport, FL 32439, has named **W. Wade Wallace**, located at 10221 West Emerald Coast Parkway, Suite 26, Miramar Beach, FL 32550, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0501 Florida Statutes.

Date: 3/6/07

W. Wade Wallace
W. Wade Wallace

FILED
07 MAR -8 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA