

PO9 000011309

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

(Business Entity Name)

(Document Number)

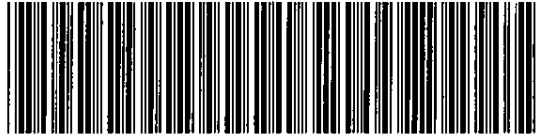
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 FEB - 4 AM 10:44

FILED

M. THOMAS

FEB - 5 2009

EXAMINER
M. THOMAS

FEB - 5 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Bay County Land Trust, 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:

Willie A. Farrow
(Contact Person)

St. Luke Missionary Baptist Church of Panama City
(Firm/Company)

1500 Fountain Ave
(Address)

Panama City, Florida 32405
(City, State and Zip Code)

For further information concerning this matter, please call:

Ronnie H. Adams at (850) 769-4195 or 896-5371 (cell #)
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|--|
| <input type="checkbox"/> \$105.00 Filing Fees | <input checked="" type="checkbox"/> \$113.75 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$113.75 Filing Fees
and Certified Copy | <input type="checkbox"/> \$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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 26, 2009

WILLIE A FARROW
1500 FOUNTAIN AVE.
PANAMA CITY, FL 32405

SUBJECT: BAY COUNTY LAND TRUST, INC.
Ref. Number: W09000003845

09 FEB -4 AM 10:14
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for BAY COUNTY LAND TRUST, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by a chairman, vice chairman, director, officer, or an incorporator, if directors or officers have not been selected.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Regulatory Specialist II

Letter Number: 409A00002735

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

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:

Bay County Land Trust

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Fictitious

(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 12-5-08

(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:

Florida

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

Bay County Land Trust, 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.)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this _____ day of _____, 20_____.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: Ronnie H. Adams

Printed Name: Ronnie H. Adams Title: Incorporator

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: Ronnie H. Adams
Printed Name: Ronnie H. Adams Title: Incorporator

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

Bay County Land Trust, Inc

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

1500 Fountain Ave
Panama City, FL 32405

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To provide opportunities for or low- and moderate-income people to secure housing that is decent and affordable and that is controlled by the residents on a long-term basis.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Annual election

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Board of Directors:

Willie A. Farrow, 1500 Fountain Ave, Panama City, Florida 32405
Ronnie H. Adams, 601 David Ave, Panama City, Florida 32404
Kathy Smiley, 2510 Parkwood Dr, Panama City, Florida 32405
Finnis Simmons, 715 Flight Ave, Panama City, Florida 32404
Jefferey Crittendon, 411 W 22nd St, Panama City, Florida 32405

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Ronnie H. Adams
601 David Ave
Panama City, Florida 32404

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Ronnie H. Adams
601 David Ave
Panama City, Florida 32404

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Ronnie H. Adams
Signature/Registered Agent

1-18-09
Date

Ronnie H. Adams
Signature/Incorporator

1-18-09
Date

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09 FEB - 14
AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA