

PO9 000065289

(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

G. MCLEOD
AUG - 3 2009
EXAMINER



300158675233

07/31/09--01026--010 **113.75

09 JUL 31 AM 8:55

FILED
SECRETARY OF STATE
DIVISION OF SECURITIES

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HLM HOLDINGS, 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:

PATTI K. BABKA

Contact Person

COMITER, SINGER, BASEMAN & BRAUN, LLP

Firm/Company

3801 PGA BOULEVARD, SUITE 604

Address

PALM BEACH GARDENS, FL 33410

City, State and Zip Code

pbabka@comitersinger.com

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

For further information concerning this matter, please call:

PATTI K. BABKA

Name of Contact Person

at (561)

Area Code and Daytime Telephone Number

626-2101

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

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:

HM HOLDINGS, INC.

Enter Name of Other Business Entity

2. The "Other Business Entity" is a CORPORATION
(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 DELAWARE
(Enter state, or if a non-U.S. entity, the name of the country)

on 09/09/1997
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:

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

HLM HOLDINGS, 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.)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 JUL 31 AM 8:55

Signed this 28th day of July, 2009.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: [Signature]
⇒ Printed Name: NEIL E. MERIN Title: OFFICER/DIRECTOR

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

⇒ Signature: [Signature]
Printed Name: NEIL E. MERIN Title: OFFICER/DIRECTOR

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)

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

HLM HOLDINGS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

1601 FORUM PLACE, SUITE 200, WEST PALM BEACH, FL 33401

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

TO SERVE AS A GENERAL PARTNER OF A FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP

ARTICLE IV SHARES

The number of shares of stock is:

1,000 with .01 par value

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

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

NEIL E. MERIN, P/D
1601 FORUM PLACE, SUITE 200
WEST PALM BEACH, FL 33401

KENNETH S. MERIN, VP/S/T/D
1601 FORUM PLACE, SUITE 200
WEST PALM BEACH, FL 33401

ARTICLE VI REGISTERED AGENT

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

NEIL E. MERIN
1601 FORUM PLACE, SUITE 200
WEST PALM BEACH, FL 33401

ARTICLE VII INCORPORATOR

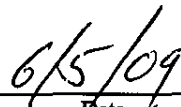
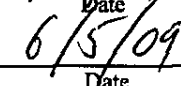
The name and address of the Incorporator is:

NEIL E. MERIN
1601 FORUM PLACE, SUITE 200
WEST PALM BEACH, FL 33401

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

→  _____
Signature/Registered Agent

→  _____
Signature/Incorporator

 _____
Date
 _____
Date