

P14000023375

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_

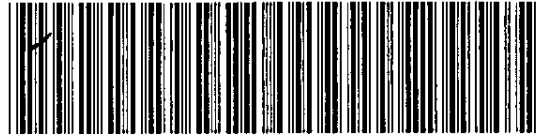
Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Corrected  
Doc per.  
Kenny  
@ CT.

Office Use Only

12-18-15



800280032288

12/15/15--01020--013 \*\*160.00 35.00

NOT REJECTED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

15 DEC 15 AM 11:50

RECEIVED

DEPARTMENT OF STATE  
CORPORATION DIVISION

Conversion

NOT REJECTED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

15 DEC 15 AM 10:51

FILED

DEC 18 2015

D CONNELL

6066

**CT Corporation System**

515 E Park Avenue, Tallahassee, FL, 32301 850-222-1092

ICD 365 INC.

P14000023375

☐ Profit☐ Nonprofit☐ Foreign☐ Limited Partnership☐ LLC☐ Certified Copy☐ Call When Ready☒ Walk In☐ Mail Out

Name

Availability \_\_\_\_\_

Document

Examiner \_\_\_\_\_

Updater \_\_\_\_\_

Verifier \_\_\_\_\_

W.P. Verifier \_\_\_\_\_

☐ Amendment☐ Dissolution/Withdrawal☐ Reinstatement☐ Annual Report☐ Name Registration☐ Fictitious Name☐ Photocopies☐ Call If Problem☐ Will Wait

12/14/2015

KM

☐ Merger☐ Mark☒ Other  
Conversion☐ UCC☐ CUS☐ After 4:30☒ Pick Up

Order#:

9805940

Ref#:

Amount: \$



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 16, 2015

C T CORPORATION SYSTEM  
WALKIN

SUBJECT: ICD 365 INC.  
Ref. Number: P14000023375

RECEIVED  
DEPARTMENT OF STATE  
15 DEC 17 PM 3:44  
NOT INTENDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The Certificate of Conversion must state the effective date of the conversion. The effective date cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date of the conversion under the laws governing the other business entity.

PLEASE REMOVE THE EFFECTIVE DATE FROM THE CONVERSION IN SECTION #8.

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) 245-6050.

Darlene Connell  
Regulatory Specialist III

Letter Number: 215A00026368

**\*RE-SUBMIT\***

Please retain original filing  
date of submission 12/15

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** ICD 365 Inc.  
Name of Florida Profit Corporation

The enclosed Certificate of Conversion and fee(s) are submitted to convert a Florida Profit Corporation into an "Other Business Entity" in accordance with s. 607.1113, F.S.

Please return all correspondence concerning this matter to:

Jonathan Gopman

Contact Person

Akerman LLP

Firm/Company

9128 Strada Place, Suite 10205

Address

Naples, Florida 34108

City, State and Zip Code

jonathan.gopman@akerman.com

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

For further information concerning this matter, please call:

Jonathan Gopman

Name of Contact Person

at ( 239 )

449-5600

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35.00 Filing Fee

☐ \$43.75 Filing Fee  
and Certificate of  
Status

☐ \$43.75 Filing Fee  
and Certified Copy

☐ \$52.50 Filing Fee,  
Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

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

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

FILED  
15 DEC 15 AM 10:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Certificate of Conversion is submitted to convert the following **Florida Profit Corporation** into an **"Other Business Entity"** in accordance with s. 607.1113, Florida Statutes.

1. The name of the Florida Profit Corporation converting into the "Other Business Entity" is:

ICD 365 Inc.

**Enter Name of Florida Profit Corporation**

2. The name of the "Other Business Entity" is:

ICD 365 LLC

**Enter Name of "Other Business Entity"**

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

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

4. The above referenced Florida Profit Corporation has converted into an "Other Business Entity" in compliance with Chapter 607, F.S., and the conversion complies with the applicable laws governing the "Other Business Entity."

5. The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, F.S.

6. If applicable, the written consent of each shareholder who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to s. 607.1112(6), F.S.

7. This conversion was effective under the laws governing the "Other Business Entity"

on: November 25, 2015

8. This conversion shall be effective in Florida on: \_\_\_\_\_  
(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 of the conversion under the laws governing the "Other Business Entity.")

9. The "Other Business Entity's" principal office address, if any:

1002 East Newport Center Drive, Suite 200

Deerfield Beach, Florida 33442

10. If the "Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Other Business Entity":

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida profit corporation, including any appraisal rights of shareholders of the converting Florida profit corporation under ss. 607.1301-607.1333, Florida Statutes.

b.) Lists the following street and mailing address of an office, which the Florida Department of State may use for purposes of s. 607.1114(4), Florida Statutes.

Street Address: 1002 East Newport Center Drive, Suite 200

Deerfield Beach, Florida 33442

Mailing Address: 1002 East Newport Center Drive, Suite 200

Deerfield Beach, Florida 33442

11. The "Other Business Entity" has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under ss.607-1301-607.1333, F.S.

Signed this 3rd day of December 20<sup>15</sup>

Signature: \_\_\_\_\_

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

Printed Name: Seth Cohen

Title: Vice President

**Fees:** Filing Fee: \$35.00  
Certified Copy: \$8.75 (Optional)  
Certificate of Status: \$8.75 (Optional)