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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

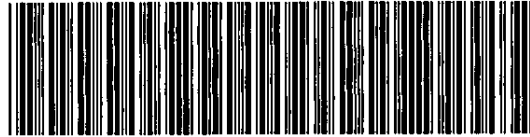
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOV 10 2015  
T. BROWN

COVER LETTER

TO: Charter Section  
Division of Corporations

SUBJECT: Coleridge, Frost & Associates, 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:

Charles L. Moore

Contact Person

Coleridge, Frost & Associates, Inc.  
Firm/Company

630 South Orange Avenue, Ste. 200 - D  
Address

Sarasota, FL 34236  
City, State and Zip Code

charliecfa@aol.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Charles L. Moore at ( 847 ) 421-1733  
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees ☐ \$113.75 Filing Fees ☐ \$113.75 Filing Fees ☐ \$122.50 Filing Fees,  
and Certificate of Status and Certified Copy Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**  
New Filings Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
New Filings Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314



October 30, 2015

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

Dear Sirs/Madam:

Attached are the required forms of Certificate of Conversion for "Other Business Entities" into Florida Corporation, and the required fees as confirmed over the phone by an employee in your offices on October 28, 2015, for Coleridge, Frost & Associates, Inc. and CFA Financial, LLC. Each of these businesses are currently registered and incorporated in the State of Illinois. Coleridge, Frost & Associates, Inc., is an Illinois Registered Investment Adviser, CRD #106059, and CFA Financial, LLC, is an SEC and FINRA registered Broker-Dealer, CRD #151730. In the coming weeks the advisory firm will become registered with the Florida Securities Division, and FINRA is currently reviewing the requirements for the Broker-Dealer to determine if it also must be registered with the Florida Securities Division.

I am the sole owner of Coleridge, Frost & Associates, Inc., and the 75% owner of CFA Financial, LLC, and along with my wife have owned a home at 492 Partridge Circle, Sarasota, FL 34236, since late January 2011. My wife has spent the past three winters at this home, and I joined her in 2015, although I was frequently in Illinois to finalize business and personal matters as we completed our full time to move to Florida this month. The office of each of the firms, where I am the Incorporator of record, is located at 630 South Orange Avenue, Suite 200-D, Sarasota, FL 34236. All of the primary business for each firm will be conducted from the Sarasota office commencing on November 1, 2015. Timothy F. McCarthy, the 25% owner and Chief Compliance Officer of CFA Financial, LLC, will maintain his home in Evanston, Illinois and will handle various compliance matters for the Broker-Dealer as required from his home office.

Please advise me if there are additional fees to be paid for these filings, or if further information than what is included on the enclosed forms may be necessary.

Sincerely yours,

  
Charles Moore

Enclosures

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

FILED  
2015 NOV -3 PM 2:40  
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:

Coleridge Frost & Associates, Inc.

Enter Name of Other Business Entity

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

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

on January 14, 1994  
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**:

Coleridge Frost & Associates, Inc.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: November 1, 2015  
(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.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signed this 30th day of October, 2015.

**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: Charles L. Moore Title: President / Sole Shareholder & Owner

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

Signature: [Signature]

Printed Name: Charles L. Moore Title: President / Sole Shareholder & Owner

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:

Fees for Florida Articles of Incorporation:

Certified Copy:

Certificate of Status:

\$35.00

\$70.00

\$8.75 (Optional)

\$8.75 (Optional)

= \$105.00

**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: Coleridge Frost & Associates, Inc.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailling address is:

Principal street address  
630 South Orange Avenue  
Suite 200-D  
Sarasota, FL 34236

Mailing address, if different is:

N/A

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

CRD# 106059

Coleridge Frost & Associates, Inc. ("Firm") is a Registered Investment  
Advisor currently registered under the provisions of the Illinois Securities  
Law 1953. From Inception in late 1990 until 2004 it was registered with  
the Securities and Exchange Commission, which recommended only a state  
registration was required. The registration will be changed from Illinois to the  
Florida Securities Division in the coming weeks to coincide with the  
annual state and FINRA re-registration process. The firm does not  
deal with the general public, advertise or engage in social media. It works  
specifically with institutional and qualified professional investors.

**ARTICLE IV SHARES**

The number of shares of stock is: 1,000 - par value .01 share

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Charles L. Moore, President, Sole Shareholder Owner

Address: 492 Partridge Circle  
Sarasota, FL 34236

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: No other employees  
or shareholders

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

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

Name: Charles L. Moore  
Address: 492 Partridge Circle  
Sarasota, FL 34236

**ARTICLE VII INCORPORATOR**

The **name and address** of the Incorporator is:

Name: Charles L. Moore  
Address: 492 Partridge Circle  
Sarasota, FL 34236

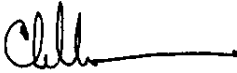
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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

  
Required Signature/Registered Agent

10/30/15  
Date

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

  
Required Signature/Incorporator

10/30/15  
Date