

P23000029543

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

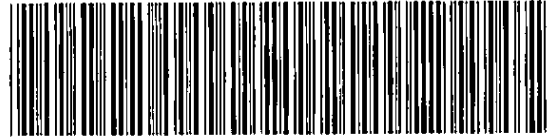
(Business Entity Name)

(Document Number)

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

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S. CHATFIELD  
APR 14 2023

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2023 APR -5 PM 2:35  
TOLSON

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2023 APR -5 PM 4:25  
U.S. DEPARTMENT OF JUSTICE



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 11, 2023

COGENCY GLOBAL INC.

SUBJECT: FRANK RYAN, P.A.  
Ref. Number: W23000046584

We have received your document for FRANK RYAN, P.A.. However, the document has not been filed and is being returned for the following:

In the articles of conversion, the converting entity must state the date the company was first formed and organized.

If you have any further questions concerning your document, please call (850) 245-6000.

Summer Chatham  
Regulatory Specialist III  
Director's Office

Letter Number: 823A00008090

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2023 APR 12 PM 12:04  
DIVISION OF CORPORATIONS



115 N CALHOUN ST., STE. 4  
TALLAHASSEE, FL 32301  
P: 866.625.0838  
F: 866.625.0839  
COGENCYGLOBAL.COM

Account#: I20000000088

Date: 04/12/2023

Name: Claudia

Reference #: 1957853

Entity Name: FRANK RYAN LLC

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☒ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☒ Other **\*\* RETAIN ORIGINAL FILE DATE OF 4/5/2023 \*\* CERTIFIED COPY UPON FILING \*\***

Authorized Amount: \$103.75

Signature: 



115 N CALHOUN ST., STE. 4  
TALLAHASSEE, FL 32301  
P: 866.625.0838  
F: 866.625.0839  
COGENCYGLOBAL.COM

Account#: 120000000088

Date: 04/12/2023

Name: Claudia

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- ☒ Articles of Incorporation/Authorization to Transact Business
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- ☐ Fictitious Name
- ☒ Other \*\* RETAIN ORIGINAL FILE DATE OF 4/5/2023 \*\* CERTIFIED COPY UPON FILING \*\*

Authorized Amount: \$103.75

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

**ARTICLES OF CONVERSION  
FOR  
FLORIDA LIMITED LIABILITY COMPANY  
INTO  
"OTHER BUSINESS ENTITY"**

FILED  
2023 APR -5 PM 2:38  
SECTION 605  
TALLAHASSEE, FLORIDA

*This Certificate of Conversion is submitted to convert the following Florida limited liability company into an "Other Business Entity" in accordance with Section 605.1045, Florida Statutes:*

1. The name of the Florida limited liability company converting into an "Other Business Entity" is FRANK RYAN LLC (Florida Entity Number: L23000046977), formed January 31, 2023.
2. The name of the "Other Business Entity" is FRANK RYAN, P.A.
3. The "Other Business Entity" is a professional corporation organized, formed, or incorporated under the laws of the State of Florida.
4. The Florida limited liability company has converted into an "Other Business Entity" in compliance with Chapters 605 and 621, F.S.
5. The Plan of Conversion was approved by the converting Florida limited liability company in accordance with Chapter 605, F.S.
6. This conversion shall be effective under the laws of the State of Florida upon filing of these Articles of Conversion with the Secretary of State of Florida.
8. The principal office address of the "Other Business Entity" under the laws of the state, country, or jurisdiction in which such entity was organized is 3130 Emathla Street, Miami, Florida 33131.
7. The "Other Business Entity" has the same beneficial ownership as the converting limited liability company and no appraisal rights will be in effect.

*[Signatures hereto contained on following page.]*

Signed as of April 4, 2023.

**CONVERTING ENTITY:**

FRANK RYAN LLC.  
a Florida limited liability company

/s/ Francis W. Ryan

By: \_\_\_\_\_  
Name: Francis W. Ryan  
Title: Manager

**OTHER BUSINESS ENTITY:**

FRANK RYAN, P.A..  
a Florida professional corporation

/s/ Francis W. Ryan

By: \_\_\_\_\_  
Name: Francis W. Ryan  
Title: President

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2023 APR -5 PM 2:35  
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TALL

**ARTICLES OF INCORPORATION  
OF  
FRANK RYAN P.A.**

The undersigned, acting as Incorporator of a Florida professional service corporation ("Corporation") under the Professional Service Corporation and Limited Liability Company Act, Chapter 621 of the Florida Statutes, and other laws of the State of Florida, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

**ARTICLE I  
NAME**

The name of the Corporation is Frank Ryan P.A.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESSES**

The initial principal office and mailing address of the Corporation is:

3130 Emathla Street  
Miami, Florida 33131

**ARTICLE III  
PURPOSE**

The Corporation is organized for the purpose of engaging in the business of rendering professional legal services in the State of Florida by and through the Corporation's officers, employees and agents, as those terms are used in Section 621.06 (or successor legislation), Florida Statutes, who are duly licensed attorneys at law, and transacting any and all other lawful business that the Corporation may engage in under Chapter 621, Florida Statutes, as may be amended from time to time, including investing the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, or owning real or personal property necessary for the rendering of said professional legal services.

**ARTICLE IV  
CAPITAL STOCK**

The Corporation is authorized to issue Ten Thousand (10,000) shares of Common Stock having a par value of one cent (\$0.01) per share.

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**ARTICLE V**  
**LIMITATION ON OWNERSHIP OF STOCK**

No stock of this Corporation shall be issued to anyone other than an individual who is a duly licensed attorney at law, as those terms are used in Chapter 454, Florida Statutes, as may be amended from time to time, in the State of Florida.

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are as follows:

Francis W. Ryan  
3130 Emathla Street  
Miami, Florida 33131

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the Incorporator are:

Daniel J. Glassman, Esq.  
Gunster  
777 S Flagler Drive, Suite  
500E West Palm Beach,  
Florida 33401

**ARTICLE VIII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 777 S Flagler Drive, Suite 500E, West Palm Beach, Florida 33401, and the name of the initial Registered Agent of the Corporation at that address is GY Corporate Services, Inc.

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TALLAHASSEE



**ARTICLE IX**  
**AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4<sup>th</sup> day of April, 2023.

/s/ Daniel J. Glassman

\_\_\_\_\_  
DANIEL J. GLASSMAN,  
Incorporator

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above-stated professional service corporation at the place designated in this certificate, I hereby accept the appointment as registered agent on behalf of GY Corporate Services, Inc., and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 621, Florida Statutes.

Dated: April 4, 2023

**GY CORPORATE SERVICES, INC.**

/s/ Melanie B. Stocks

By: \_\_\_\_\_  
Name: Melanie B. Stocks, Asst. Secretary

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2023 APR -5 PM 2:35  
SECRETARY  
STATE OF FLORIDA