

215000134825

(Requestor's Name)

(Address)

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(Business Entity Name)

(Document Number)

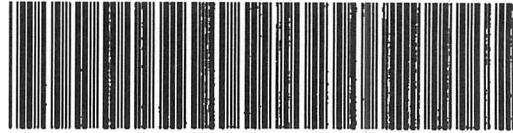
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15 AUG -5 AM 9:11

JOHN A. JABRO, ESQUIRE

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Tavernier, Florida 33070
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Of Counsel
Robert E. Turffs, Esq.
Dennis N. Urbano, Esq.

August 4, 2015

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Re: *Key West Seaport, Inc. conversion, pursuant to
Section 607.1113, Florida Statutes.***

Dear Sir or Madame:

Please find enclosed the completed and signed Certificate of Conversion for Key West Seaport, Inc. to Key West Seaport, LLC. Also enclosed is the required check in the amount of \$185.00 made payable to your office.

If I may provide any further information, please contact me immediately.

Very truly yours,



John A. Jabro

JAJ/jr
CC: Client
Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Key West Seaport, Inc.
(Name of Resulting Florida Limited Company)

The enclosed Articles of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 605.1045, F.S.

Please return all correspondence concerning this matter to:

John A. Jabro, Esq.
(Contact Person)

John A. Jabro, Attorney and Counselor at Law
(Firm/Company)

90311 Overseas Highway Suite B
(Address)

Tavernier Florida 33070
(City, State and Zip Code)

Jjabro@aol.com
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

John A. Jabro, Esq. at (305) 852-9233
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☒ \$185.00 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

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

The Articles of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:
Key West Seaport, Inc. - M93164
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Corporation
(Enter entity type. Example: corporation, limited partnership, 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 08/08/1988
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:
Key West Seaport, LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: August 5, 2015.
(The effective date: 1) cannot be prior to date of receipt or filed date 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 Organization, 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.

5. The plan of conversion has been approved in accordance with all applicable statutes.

Signed this 3RD day of AUGUST 20 15.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Paul Worthington

Printed Name: Paul Worthington

Title: Manager

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

Signature: Paul Worthington

Printed Name: Paul Worthington

Title: President

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

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.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Key West Seaport, LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

202 R. William Street
Key West, Florida 33040

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

John A. Jabro, Esq.

Name

90311 Overseas Highway Suite B

Florida street address (P.O. Box NOT acceptable)

Tavernier

City

FL

33070

Zip

15 AUG - 5 AM 9:11

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent 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 605, F.S..

[Signature]
Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

MGR

AMBR

AMBR

Name and Address:

Paul Worthington
35 Cypress Avenue
Key West, FL 33040

Evelina Worthington
35 Cypress Avenue
Key West, FL 33040

Francis H. Muldoon, JR.
105 Key Haven Road
Key West, FL 33040

Jacques Depert
1148 Circle Drive
Tallahassee, FL 32301

(Use attachment if necessary)

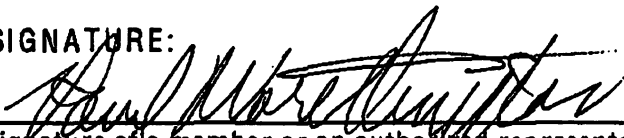
ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

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.

ARTICLE VI: Other provisions, if any.

REQUIRED SIGNATURE:


Signature of a member or an authorized representative of a member.
This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes.
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.

Paul Worthington
Typed or printed name of signee

Filing Fees

\$ 125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

[Florida Department of State](#)

DIVISION OF CORPORATIONS

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Detail by Entity Name

Florida Limited Liability Company
KEY WEST SEAPORT, LLC

Filing Information

Document Number	L15000134875
FEI/EIN Number	65-0065011
Date Filed	08/05/2015
Effective Date	08/08/1988
State	FL
Status	ACTIVE
Last Event	CONVERSION
Event Date Filed	08/05/2015
Event Effective Date	08/05/2015

Principal Address

202 R. WILLIAM STREET
KEY WEST, FL 33040

Mailing Address

202 R. WILLIAM STREET
KEY WEST, FL 33040

Registered Agent Name & Address

JABRO, JOHN A
90311 OVERSEAS HIGHWAY SUITE B
TAVERNIER, FL 33070

Authorized Person(s) Detail

Name & Address

Title MGR

WORTHINGTON, PAUL
35 CYPRESS AVENUE
KEY WEST, FL 33046

Title MGR

WORTHINGTON, EVALENA
35 CYPRESS AVENUE
KEY WEST, FL 33046

Title AMBR

MULDOON, FRANCIS H, JR
105 KEY HAVEN ROAD
KEY WEST, FL 33040

Title AMBR

DEPART, JACQUES
1148 CIRCLE DRIVE
TALLAHASSEE, FL 32301

Annual Reports

Report Year	Filed Date
2016	03/15/2016
2017	02/13/2017

Document Images

02/13/2017 -- ANNUAL REPORT	View image in PDF format
03/15/2016 -- ANNUAL REPORT	View image in PDF format
08/05/2015 -- Florida Limited Liability	View image in PDF format

Florida Department of State, Division of Corporations