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(City/State/Zip/Phone #)

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(Business Entity Name)

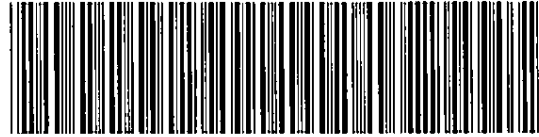
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VIA FEDERAL EXPRESS 771163636783

New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Re: Articles of Conversion of Southcoast Capital Partnership, LTD (Doc. #A27973) into Southcoast Capital Partnership, LLC

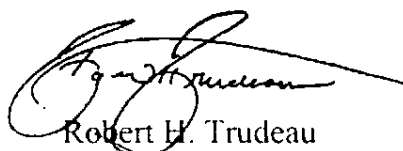
Dear Sir/Madam:

Please find enclosed original Articles of Conversion of Southcoast Capital Partnership, LTD (Doc. #A27973) into a Florida Limited Liability Company, including the Articles of Organization.

Please also find enclosed a check representing the filing fee in the amount of \$150.00, along with a Federal Express return envelope for a filed stamped copy of the filing.

Please call if there are any questions or problems with the above filings. Thank you for your assistance.

Sincerely,


Robert H. Trudeau

Enclosures

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**ARTICLES OF CONVERSION OF
SOUTHCOAST CAPITAL PARTNERSHIP, LTD.
INTO FLORIDA LIMITED LIABILITY COMPANY**

The Articles of Conversion and attached Articles of Organization are submitted to convert **SOUTHCOAST CAPITAL PARTNERSHIP, LTD.**, a Florida limited partnership, into a Florida limited liability company in accordance with Section 605.1045, Florida Statutes:

**ARTICLE I
Other Business Entity**

The "Other Business Entity" immediately prior to the filing of the Articles of Conversion is **SOUTHCOAST CAPITAL PARTNERSHIP, LTD.**, a limited partnership organized under the laws of the State of Florida on February 24, 1989. A copy of the Amended and Restated Certificate of Limited Partnership of Southcoast Capital Partnership, LTD (Document No. A27973) is attached.

**ARTICLE II
Articles of Organization**

The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: **SOUTHCOAST CAPITAL PARTNERSHIP, LLC.**

**ARTICLE III
Effective Date**

The effective date of conversion of these Articles of Conversion is December 31, 2024.

**ARTICLE IV
Plan of Conversion**

The plan of conversion has been approved in accordance with Sections 605.1041-605.1046, Florida Statutes.

**ARTICLE V
Appraisal Rights**

SOUTHCOAST CAPITAL PARTNERSHIP, LTD. and **SOUTHCOAST CAPITAL PARTNERSHIP, LLC** have agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061-605.1072, Florida Statutes.

Signed this _____ day of 12/31/2024, 2024.

GENERAL PARTNER

Southcoast – TC Corporation,
a Florida corporation

By: W. Radford Lovett, II
Title: President

SOUTHCOAST CAPITAL PARTNERSHIP, LLC,
a Florida limited liability company

By: Southcoast Capital Corporation, Manager
By: W. Radford Lovett, II
Title: President

**ARTICLES OF ORGANIZATION
OF
SOUTHCOAST CAPITAL PARTNERSHIP, LLC**

The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida, adopts the following Articles of Organization:

**Article I
Name**

The name of this limited liability company shall be: SOUTHCOAST CAPITAL PARTNERSHIP, LLC

**Article II
Principal Office and Mailing Address**

The principal office and mailing address of this limited liability company shall be:

241 ATLANTIC BLVD., SUITE 201
NEPTUNE BEACH, FL 32266

**Article III
Initial Registered Agent and Address**

The name and street address of the initial registered agent of this limited liability company are:

W. RADFORD LOVETT, II
241 ATLANTIC BLVD., SUITE 201
NEPTUNE BEACH, FL 32266

**Article IV
Authorized Managers**

The name and street address of each Manager who is initially authorized to manage and control the limited liability company are:

SOUTHCOAST CAPITAL CORPORATION, a Florida corporation
241 ATLANTIC BLVD., SUITE 201
NEPTUNE BEACH, FL 32266

Robert H. Trudeau, Esq.
Purcell, Flanagan, Hay & Greene, P.A.
1548 Lancaster Terrace
Jacksonville, Florida 32204
(904) 355-0355
Fla. Bar No.: 0889091

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Article V
Effective Date

The existence of this limited liability company shall commence on December 31, 2024.

Article VI
Purposes

This limited liability company is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VII
Operating Agreement

The initial Operating Agreement of this limited liability company shall be adopted by the members. The Operating Agreement shall be adopted, altered, amended, or repealed from time to time as provided in the Operating Agreement.

Article VIII
Amendment

The members, by vote of members holding a majority of the interests in the limited liability company, shall have the right to amend or repeal any provision contained in these Articles of Organization.

The undersigned has executed these Articles of Organization the 31st day of December 2024.

Robert Trudeau

ROBERT H. TRUDEAU
Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: SOUTHCOAST CAPITAL PARTNERSHIP, LLC.

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

W. RADFORD LOVETT, II
241 ATLANTIC BLVD., SUITE 201
NEPTUNE BEACH, FL 32266

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, Florida Statutes.

W. RADFORD LOVETT, II
W. RADFORD LOVETT, II
Registered Agent

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