

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

BEACH BUM OUTDOORS FLORIDA, LLC

Please Debit FCA000000003 For: 185

Thank you Seth Neeley



- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

Signature



Requested by: _____ 18 _____

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

**WILLIAM V. LINNE
ATTORNEY AT LAW, PLLC
17 WEST CEDAR STREET, SUITE 3
PENSACOLA, FLORIDA 32502**

TEL. (850) 433-2224
FAX (850) 439-5502
E-MAIL: blinne@linnelaw.com

MAILING ADDRESS:
POST OFFICE BOX 12347
PENSACOLA, FLORIDA 32591-2347

WILLIAM V. LINNE, J.D., LL.M.
FLORIDA BAR BOARD CERTIFIED IN TAXATION

February 13, 2025

Florida Department of State
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

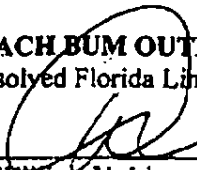
Re: **BEACH BUM OUTDOORS FLORIDA, LLC**
Document number L24000417240

Dear Madam or Sir:

I, EDWARD J. CUMMINGS, III, Authorized Member of BEACH BUM OUTDOORS FLORIDA, LLC, Document Number: L24000417240, by and through my undersigned attorney hereby state that the above-referenced entity will not file a revocation of dissolution and give permission to another entity to be formed with the same name.

If you have any questions, please give me a call. Thank you for your assistance.

**BEACH BUM OUTDOORS FLORIDA, LLC, a
Dissolved Florida Limited Liability Company**

By: 
William V. Linne, Attorney for Edward J. Cummings, III
Manager

WVL:vim

Enclosures as stated

Z:\CLIENTS\CUMMINGS, Buddy\Investment in Beach Bums\2024 Beach Bum\FLALTR - Name Release.wpd

STATEMENT OF CONVERSION
OF
BEACH BUM OUTDOORS, LLC.
An Alabama Limited Liability Company.

-into-
BEACH BUM OUTDOORS FLORIDA, LLC.
a Florida Limited Liability Company

1. The Converting Organization. The Converting Organization is **BEACH BUM OUTDOORS, LLC.** hereinafter called "Converting Organization". The Converting Organization was formed in the State of Alabama on November 14, 2022, its Entity ID Number is 001-049-072 and its registered office is 4673 Bayou Court, Orange Beach, Alabama 36561. The law of the State of Alabama permit the conversion of an Alabama Limited Liability Company into a Florida Limited Liability Company.

2. The Converted Organization. The Converted Organization is **BEACH BUM OUTDOORS FLORIDA, LLC.** hereinafter called "Converted Organization". The Converted Organization is to be formed under the laws of the State of Florida and its registered office will be 14435 Innerarity Point Road, Pensacola, Florida 32507. A copy of the Articles of Organization for the Converted Organization that will be filed with the Florida Secretary of State are attached hereto as Exhibit A and the Converting Organization's Operating Agreement is attached as Exhibit B.

3. Conversion Has Taken Place. Effective the 5th day of February, 2025.

4. Approval In Compliance with the Laws of Alabama and Florida. The Conversion approved in compliance with the requirements of Alabama law and Florida law.

5. Furnishing of Copy of Plan of Conversion. A copy of the Plan of Conversion has been furnished to the Converted Organization and all of its members and to the Converting Organization and all of its member. by The Converting Organization has been converted into the Converting Organization in accordance with the requirements of the laws of the State of Florida.

6. Certificate of Formation. Since the Converted Organization is a limited liability company, a Certificate of Formation for the Converted Organization is filed contemporaneously with this Statement of Conversion.

7. Terms and Conditions of Conversion. The Members of the Converting Organization and their respective membership interests are as follows:

<u>Name of Member</u>	<u>Membership Class</u>	<u>Membership Units Issued</u>	<u>Membership Percentage</u>
Christopher Allen Isbell	Class "B" Voting	5,135	34%
Clear Capital, LLC	Class "B" Voting	1,812	12%
Nevada Holdings, LLC	Class "B" Voting	453	3%
Cummings Camp Programs, LLC	Class "B" Voting	<u>7,703</u>	<u>51%</u>
Total		15,103	100.00%

Following the Conversion, the Members of the Converted Organization and their respective membership interests will be identical as follows:

<u>Name of Member</u>	<u>Membership Class</u>	<u>Membership Units Issued</u>	<u>Membership Percentage</u>
Christopher Allen Isbell	Class "A" Voting	5,135	34%
Clear Capital, LLC	Class "A" Voting	1,812	12%
Nevada Holdings, LLC	Class "A" Voting	453	3%
Cummings Camp Programs, LLC	Class "A" Voting	<u>7,703</u>	<u>51%</u>
Total		15,103	100.00%

4. Effective Date. This plan has been approved by the Members of the Converting Organization, each of whom have confirmed their approval by executing this Plan of Conversion. A Statement of Conversion shall be filed with the Alabama Secretary of State, as required by Section 10A-5A-10.02 of the Code of Alabama. The Conversion shall become effective upon the approval of the Articles of Conversion by the Florida Secretary of State and the Alabama Secretary of state.

Signed this 5th day of February, 2025, by the Manager and Members of Beach Bum Outdoors, LLC, an Alabama limited liability company.

BEACH BUM OUTDOORS, LLC,
an Alabama Limited Liability Company

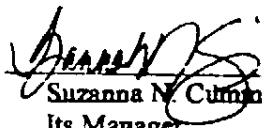
By: _____
CHRISTOPHER ALLEN ISBELL Manager

CHRISTOPHER ALLEN ISBELL
Class "B" Member

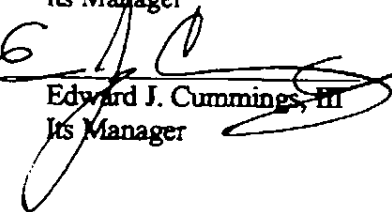
CLEAR CAPITAL, LLC
Class "B" Member

CUMMINGS CAMP PROGRAMS, LLC
Class "B" Member

By: _____
Christopher Allen Isbell,
Its Manager

By: 
Suzanna N. Cummings
Its Manager

NEVADA HOLDINGS, LLC
Class "B" Member

By: 
Edward J. Cummings, III
Its Manager

By: _____
David Gray
Its Manager

Following the Conversion, the Members of the Converted Organization and their respective membership interests will be identical as follows:

<u>Name of Member</u>	<u>Membership Class</u>	<u>Membership Units Issued</u>	<u>Membership Percentage</u>
Christopher Allen Isbell	Class "A" Voting	5,135	34%
Clear Capital, LLC	Class "A" Voting	1,812	12%
Nevada Holdings, LLC	Class "A" Voting	453	3%
Cummings Camp Programs, LLC	Class "A" Voting	<u>7,703</u>	<u>51%</u>
Total		15,103	100.00%

4. Effective Date. This plan has been approved by the Members of the Converting Organization, each of whom have confirmed their approval by executing this Plan of Conversion. A Statement of Conversion shall be filed with the Alabama Secretary of State, as required by Section 10A-5A-10.02 of the Code of Alabama. The Conversion shall become effective upon the approval of the Articles of Conversion by the Florida Secretary of State and the Alabama Secretary of state.

Signed this 5th day of February, 2025, by the Manager and Members of Beach Bum Outdoors, LLC, an Alabama limited liability company.

BEACH BUM OUTDOORS, LLC,
an Alabama Limited Liability Company

By: _____
CHRISTOPHER ALLEN ISBELL Manager

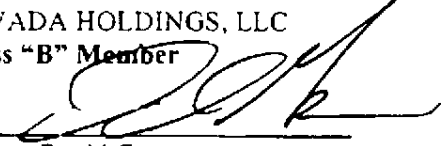
CHRISTOPHER ALLEN ISBELL
Class "B" Member

CLEAR CAPITAL, LLC
Class "B" Member

CUMMINGS CAMP PROGRAMS, LLC
Class "B" Member

By: _____
Christopher Allen Isbell,
Its Manager

By: _____
Suzanna N. Cummings
Its Manager

NEVADA HOLDINGS, LLC
Class "B" Member
By: 
David Gray
Its Manager

By: _____
Edward J. Cummings, III
Its Manager

Following the Conversion, the Members of the Converted Organization and their respective membership interests will be identical as follows:

<u>Name of Member</u>	<u>Membership Class</u>	<u>Membership Units Issued</u>	<u>Membership Percentage</u>
Christopher Allen Isbell	Class "A" Voting	5,135	34%
Clear Capital, LLC	Class "A" Voting	1,812	12%
Nevada Holdings, LLC	Class "A" Voting	453	3%
Cummings Camp Programs, LLC	Class "A" Voting	<u>7,703</u>	<u>51%</u>
Total		15,103	100.00%

4. Effective Date. This plan has been approved by the Members of the Converting Organization, each of whom have confirmed their approval by executing this Plan of Conversion. A Statement of Conversion shall be filed with the Alabama Secretary of State, as required by Section 10A-5A-10.02 of the Code of Alabama. The Conversion shall become effective upon the approval of the Articles of Conversion by the Florida Secretary of State and the Alabama Secretary of state.

Signed this 5th day of February, 2025, by the Manager and Members of Beach Bum Outdoors, LLC, an Alabama limited liability company.

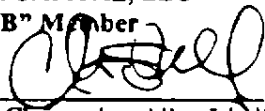
BEACH BUM OUTDOORS, LLC,
an Alabama Limited Liability Company

By: **CHRISTOPHER ALLEN ISBELL** Manager



CHRISTOPHER ALLEN ISBELL
Class "B" Member

CLEAR CAPITAL, LLC
Class "B" Member

By: 
Christopher Allen Isbell,
Its Manager

CUMMINGS CAMP PROGRAMS, LLC
Class "B" Member

By: _____
Suzanna N. Cummings
Its Manager

NEVADA HOLDINGS, LLC
Class "B" Member

By: _____
Edward J. Cummings, III
Its Manager

By: _____
David Gray
Its Manager

Signed this 5th day of February, 2025 by the Manager and Members of Beach Bum Outdoors Florida, LLC, a Florida limited liability company.

BEACHBUM OUTDOORS FLORIDA, LLC.
a Florida Limited Liability Company

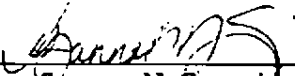
By: _____
EDWARD J. CUMMINGS, III Manager

By: 

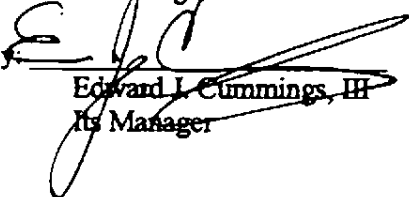
SUZANNA N. CUMMINGS, Manager

CHRISTOPHER ALLEN ISBELL
Class "B" Member

CUMMINGS CAMP PROGRAMS, LLC
Class "B" Member

By: 

Suzanna N. Cummings
Its Manager

By: 

Edward J. Cummings, III
Its Manager

CLEAR CAPITAL, LLC
Class "B" Member

By: _____
Christopher Allen Isbell,
Its Manager

NEVADA HOLDINGS, LLC
Class "B" Member

By: _____
David Gray
Its Manager

Signed this 5th day of February, 2025 by the Manager and Members of Beach Bum Outdoors Florida, LLC. a Florida limited liability company.

BEACHBUM OUTDOORS FLORIDA, LLC.
a Florida Limited Liability Company

By: _____
EDWARD J. CUMMINGS, III **Manager**

By: _____
SUZANNA N. CUMMINGS, **Manager**

CHRISTOPHER ALLEN ISBELL
Class "B" Member

CUMMINGS CAMP PROGRAMS, LLC
Class "B" Member

By: _____
Suzanna N. Cummings
Its Manager

By: _____
Edward J. Cummings, III
Its Manager

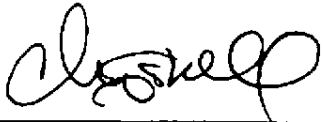
CLEAR CAPITAL, LLC
Class "B" Member

By: _____
Christopher Allen Isbell,
Its Manager

NEVADA HOLDINGS, LLC
Class "B" Member

By: _____
David Gray
Its Manager

Signed this 5th day of February, 2025 by the Manager and Members of Beach Bum Outdoors Florida, LLC, a Florida limited liability company.



CHRISTOPHER ALLEN ISBELL
Class "B" Member

CUMMINGS CAMP PROGRAMS, LLC
Class "B" Member

By: _____
Suzanna N. Cummings
Its Manager

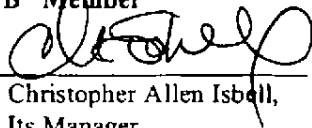
By: _____
Edward J. Cummings, III
Its Manager

BEACHBUM OUTDOORS FLORIDA, LLC.
a Florida Limited Liability Company

By: _____
EDWARD J. CUMMINGS, III **Manager**

By: _____
SUZANNA N. CUMMINGS, **Manager**

CLEAR CAPITAL, LLC
Class "B" Member

By: 
Christopher Allen Isbell,
Its Manager

NEVADA HOLDINGS, LLC
Class "B" Member

By: _____
David Gray
Its Manager


Signed this 5th day of February, 2025 by the Manager and Members of Beach Bum Outdoors Florida, LLC, a Florida limited liability company.



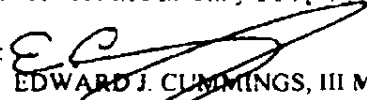
CHRISTOPHER ALLEN ISBELL
Class "A" Member

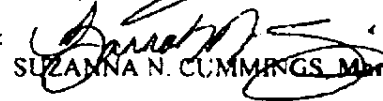
CUMMINGS CAMP PROGRAMS, LLC
Class "A" Member

By: 
Suzanna N. Cummings
Its Manager


By: 
Edward J. Cummings, III
Its Manager

BEACHBUM OUTDOORS FLORIDA, LLC.
a Florida Limited Liability Company

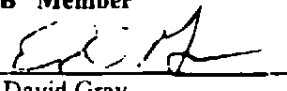
By: 
EDWARD J. CUMMINGS, III Manager

By: 
SUZANNA N. CUMMINGS, Manager

CLEAR CAPITAL, LLC
Class "B" Member

By: 
Christopher Allen Isbell,
Its Manager

NEVADA HOLDINGS, LLC
Class "B" Member

By: 
David Gray
Its Manager

STATE OF FLORIDA
COUNTY OF ESCAMBIA

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE


Pursuant to the provisions of Sections 605.0113(2) and 605.0201 of the Florida Revised Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is **BEACH BUM OUTDOORS FLORIDA, LLC**;

The name of the registered agent for **BEACH BUM OUTDOORS FLORIDA, LLC**, is **Edward J. Cummings, III** and the street address of the company's initial registered office where the agent is located is **14435 Innerarity Point Road, Pensacola, Florida 32507**.

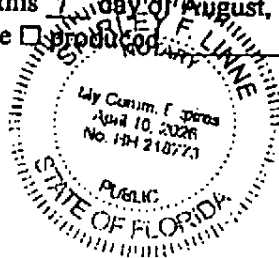
This statement is to acknowledge that, as indicated Above, **BEACH BUM OUTDOORS FLORIDA, LLC**, has appointed me, **Edward J. Cummings, III**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered 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.

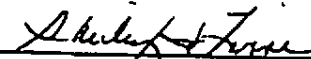
Dated: August 7, 2024.


EDWARD J. CUMMINGS, III
Registered Agent

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me by means of physical presence or online notarization this 7 day of August, 2024 by EDWARD J. CUMMINGS, III, who: is personally known to me produced _____ as identification.




NOTARY PUBLIC
Typed Name: Shady F. Linn
Commission Expires: 4.10.2026
Commission No.: HM 218773

**ARTICLES OF ORGANIZATION
OF BEACH BUM OUTDOORS FLORIDA, LLC**

The undersigned have elected to form a limited liability company under the laws of the State of Florida, Florida Statutes Chapter 605, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be **BEACH BUM OUTDOORS FLORIDA, LLC**, and its principal place of business shall be in the **Escambia County**, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

**ARTICLE II
PURPOSES AND POWERS**

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in any activity or business authorized by Florida law.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of

Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the manager(s) of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV DURATION

This limited liability company shall be perpetual or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE V PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located at **14435 Innerarity Point Road, Pensacola, Florida 32507**. The mailing address is **14435 Innerarity Point Road, Pensacola, Florida 32507**. The e-mail address for the company is: **nikki@cummingscamp.com**.

ARTICLE VI
MANAGEMENT

This limited liability company shall be managed by one or more managers. The names and addresses of the persons who shall serve as such until the first annual meeting of members or until a successor is elected and qualified are: **Edward J. Cummings, III, 14435 Innerarity Point Road, Pensacola, Florida 32507**, and **Suzanna N. Cummings, 14435 Innerarity Point Road, Pensacola, Florida 32507**.

ARTICLE VII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

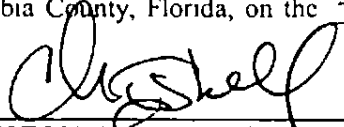
The address of the initial registered office of the limited liability company is **14435 Innerarity Point Road, Pensacola, Florida 32507** and the name of its initial registered agent at such address is **Edward J. Cummings, III**.

ARTICLE VIII
RESTRICTIONS ON MEMBERSHIP

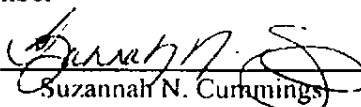
The admission of Members to the Company shall be accomplished in the manner provided for in the Operating Agreement of the Company. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except in the manner provided for in the Operating Agreement of the Company.

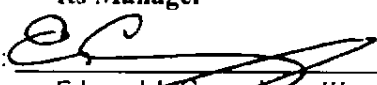
The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the proposed Articles of Organization of **BEACH BUM OUTDOORS FLORIDA, LLC**

Executed by the undersigned at Pensacola, Escambia County, Florida, on the 7 day of August, 2024.


CHRISTOPHER ALLEN ISBELL
Member

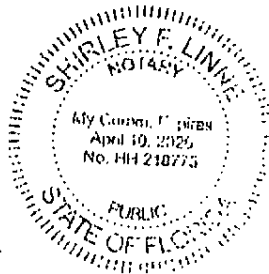
CUMMINGS CAMP PROGRAMS, LLC
Member

By: 
Suzannah N. Cummings
Its Manager

By: 
Edward J. Cummings, III
Its Manager

STATE OF FLORIDA
COUNTY OF ESCAMBIA

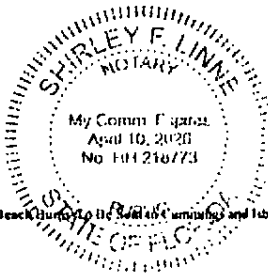
The foregoing instrument was acknowledged on behalf of **BEACH BUM OUTDOORS FLORIDA, LLC**, before me by means of physical presence or online notarization this 7th day of August, 2024 by CHRISTOPHER ALLEN ISBEL., its member, who: is personally known to me produced _____ as identification.



STATE OF FLORIDA
COUNTY OF ESCAMBIA

Shirley F. Linne
NOTARY PUBLIC
Typed Name: Shirley F. Linne
Commission Expires: 4/10/2026
Commission No.: HH 218773

The foregoing instrument was acknowledged before me by means of physical presence or online notarization this 7th day of August, 2024, by Suzannah N. Cummings and Edward J. Cummings, III as the Managers for Cummings Camp Programs, LLC, its member, who: is personally known to me produced _____ as identification.



Shirley F. Linne
NOTARY PUBLIC
Typed Name: Shirley F. Linne
Commission Expires: 4/10/2026
Commission No.: HH 218773

Z:\CLIENTS\CUMMINGS, Buddy\Investment in Beach Bum to the Beach Bum Cumings and Isbell - 7-26-2024\August, 2024 Conversion to Beach Bum Outdoors Florida, LLC\Beach Bum Outdoors Florida, AR.TICLES-- wpd

STATE OF FLORIDA
COUNTY OF ESCAMBIA

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE


Pursuant to the provisions of Sections 605.0113(2) and 605.0201 of the Florida Revised Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is **BEACH BUM OUTDOORS FLORIDA, LLC**

The name of the registered agent for **BEACH BUM OUTDOORS FLORIDA, LLC**, is **Edward J. Cummings, III** and the street address of the company's initial registered office where the agent is located is **14435 Innerarity Point Road, Pensacola, Florida 32507**.

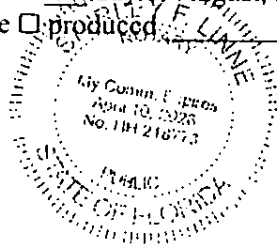
This statement is to acknowledge that, as indicated Above, **BEACH BUM OUTDOORS FLORIDA, LLC**, has appointed me, **Edward J. Cummings, III**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered 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.

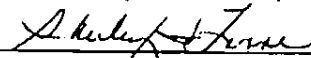
Dated: August 7, 2024.


EDWARD J. CUMMINGS, III
Registered Agent

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me by means of physical presence or online notarization this 7 day of August, 2024 by EDWARD J. CUMMINGS, III, who: is personally known to me produced _____ as identification.




NOTARY PUBLIC
Typed Name: Shaly F. Linné
Commission Expires: 4.10.2026
Commission No.: H # 218773