

L03000003378

(Requestor's Name)

(Address)

Starboard Lounge & Grill, LLC
3421 Stringfellow Rd.
St. James City, FL 33956

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

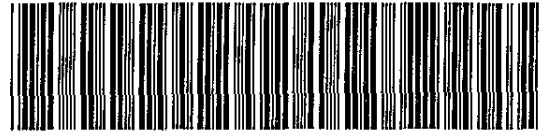
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CERTIFICATE OF CONVERSION

Pursuant to section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached articles of organization and this certificate of conversion to convert to a Florida limited liability company:

FIRST: The name of the unincorporated business immediately prior to filing this document was:

Barbara A. Adams & Scott Adams DBA Starboard Lounge and Grille

SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

- A. Date: 10/25/02
B. Jurisdiction: Lee County
C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: _____

THIRD: The name of the limited liability company as set forth in the attached articles of organization is:

Starboard Lounge and Grill, LLC

Barbara A Adams

Signature of a Member or an Authorized Representative of a Member
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Barbara A. Adams

Typed or Printed Name of Signee

FILING FEES:

- \$100.00 Filing Fee for Articles of Organization ✓
\$ 25.00 Filing Fee for Registered Agent Designation ✓
\$ 25.00 Filing Fee for Certificate of Conversion ✓
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

(Note: Section 608.439, F.S., does not provide for a corporation to convert to a limited liability company.)

Effective Date: January 1, 2003

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:
Starboard Lounge and Grill, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
3421 Stringfellow Rd., St. James City, FL 33956

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

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

Barbara A. Adams
Name
3421 Stringfellow Rd.
Florida street address (P.O. Box **NOT** acceptable)
St. James City FL 33956
City, State, and Zip

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 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 608, F.S.

Barbara A. Adams
Registered Agent's Signature

(An additional article must be added if an effective date is requested)

Barbara A. Adams
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Barbara A. Adams
Typed or printed name of signee

Filing Fees:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

Effective Date: January 1, 2003

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