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(Re	equestor's Name)	
(Ac	ldress)	
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. (Cit	ty/State/Zip/Phone	e #) ·
PICK-UP	☐ WAIT	MAIL .
(Bu	isiness Entity Nar	ne)
(Do	cument Number)	
Certified Copies	_ Certificates	of Status
Special Instructions to	Filing Officer:	
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Office Use Only

G. MCLEOD

SEP 26 2012

EXAMINER



700239513157

09/26/12--01001--003 **180.00

NOT BEFENDED TO ACKNOWLEDGE TO ACKNOWLEDGE

RECEIVED
DEPARTMENT OF STATE
PISTOR OF CORPORATION

TILED

12 SEP 25 AHIO: 47

SECRETARY OF STATE

CORPDIRECT AGENTS, INC. (formerly CCRS) 515 EAST PARK AVENUE TALLAHASSEE, FL 32301 222-1173 FILING COVER SHEET ACCT. #FCA-14 **CONTACT: RICKY SOTO** DATE: 09/25/2012 **REF. #:** 000668.173410 CORP. NAME: SHOWGIRLS INC CABARET (a Florida corporation) converting to SHOWGIRLS CABARET, LLC (a Florida LLC) () ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION () ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME () FOREIGN QUALIFICATION () LIMITED PARTNERSHIP () LIMITED LIABILITY () REINSTATEMENT () MERGER () WITHDRAWAL (XX) CERTIFICATE OF CONVERSION () OTHER: STATE FEES PREPAID WITH CHECK# 10196 FOR \$ 180.00 **AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:** ____ COST LIMIT: \$____ PLEASE RETURN:

() CERTIFICATE OF GOOD STANDING

() PLAIN STAMPED COPY

Examiner's Initials

(XX) CERTIFIED COPY

() CERTIFICATE OF STATUS

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

This Certificate 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.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:				
SHOWGIRLS INC CABARET		72		
(Enter Name of Other Business Entity)	골流	EF 3	VIEW C	
(Silver Halle of Chief Bulliness Zurity)	3377	P 2	1923	
2. The "Other Business Entity" is a corporation	33. 7∺	2	4	
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)	OF STATE E. FLORIDA	AM 10: 47	して	
first organized, formed or incorporated under the laws of Florida	22	_		
(Enter state, or if a non-U.S. entity, the name of the country)	- 5			
on March 2, 2009				
(Enter date "Other Business Entity" was first organized, formed or incorpo	reted)			
(Enter date Other business Butty was in st organized, for med or meet pe	naccuj			
3. If the jurisdiction of the "Other Business Entity" was changed, the state or country und which it is now organized, formed or incorporated:	ler the la	ws of		
4. The name of the Florida Limited Liability Company as set forth in the attached Artic Organization:	les of			
SHOWGIRLS CABARET, LLC				
(Enter Name of Florida Limited Liability Company)				
5. If not effective on the date of filing, enter the effective date: (The effective date: 1) cannot be prior to nor more than 90 days after the date this did filed by the Florida Department of State; AND 2) must be the same as the effective dattached Articles of Organization, if an effective date is listed therein.)			he	
6. The conversion is permitted by the applicable law(s) governing the other business entity conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting			on.	
7. The "Other Business Entity" currently exists on the official records of the jurisdiction a currently organized, formed or incorporated.	ınder wi	nich it	is	

Signed this 25 day of Septem	<u>ber</u> 20 <u>12</u> .			
Signature of Member or Authorized Representative of Limited Liability Company: Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.				
Signature of Member or Authorized Represe Printed Name: Leonard Del Percio	entative;Title; Member			
Signature(s) on behalf of Other Business Entity; Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]				
Signature:	Title: President			
T Cintod (Value, Leonard Del Perdo	Title. Plasidant			
Signature:				
Printed Name:	Title:			
Signatura				
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:				
Certificate of Conversion: Fees for Florida Articles of Organization: Certified Copy: Certificate of Status:	\$25.00 \$125.00 \$30.00 (Optional) \$5.00 (Optional) Page 2 of 2			

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:	
The name of the Limited Liability Company	y is:
SHOWGIRLS CABAR	ET, LLC
(Must end with the words "Limited Liability Company, the	e abbreviation "L.L.C.," or the designation "LLC.")
ARTICLE II - Address: The mailing address and street address of the	e principal office of the Limited Liability Company is:
Principal Office Address:	Mailing Address:
3801 N. UNIVERSITY DR., #316	3801 N. UNIVERSITY DR., #315
SUNRISE, FL 33361	BUNRISE, FL 33381
ARTICLE III - Registered Agent, Registe (The Limited Liability Company outnot serve as its own R business antity with an active Florida registration.)	ered Office, & Registered Agent's Signature: Legistered Agent. You must designate an individual or another
The name and the Florida street address of t	he registered agent are:
TERMINELLO	R TERMINELLO, P.A. Name
2700 SW 37TH	AVENUE
Florida street add	ress (P.O. Box NOT acceptable)

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 608, F.S.

FL 33133 City, State, and Zip

MIAMI

Registered Agent's Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

ARTICLE IV- Manager(s) or Managing Member(s):
The name and address of each Manager or Managing Member is as follows:

<u>Title:</u> "MGR" = Manager	Name and Address:
"MGRM" = Managing N	Member
MGR	Leonard Del Percio
	957 Harbor View N
÷	Hollywood, FL 33019
MGR	Michael Del Percio
	400 Diplomat Parkway #710
	Hallandale Beach, FL 33009
MGR	John Ferguson
	1960 SW 70 Avenue
	Plantation, Ft. 33317
(Use attachment if necess	sary)
e effective date: 1) cannot Florida Department of Sta	f other than the date of filing: (OPTIONAL) be prior to nor more than 90 days after the date this document is filed by ate; AND 2) must be the same as the effective date listed in the attached n effective date listed therein.)
QUIRED SIGNATURE:	
Lei	ull and authorized representative of a member.
the penalties of perjury that th	08.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the facts stated herein are true. I am aware that any false information submitted in a of State constitutes a third degree felony as provided for in s.817.155, F.S.)
	Leonard Del Percio Typed or printed name of signee
	Page 2 of 2