

P12000014378

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700216100467

01/09/12--01032--003 **105.00

EFFECTIVE DATE 02-06-12

FILED
12 FEB 10 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BOSTICK

FEB 10 2012

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: South Florida Circus Art School LLC

Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Laurie Allen

Contact Person

South Florida Circus Art School LLC

Firm/Company

15161 NE 21st Ave

Address

North Miami Beach FL 33162

City, State and Zip Code

ll_allen@bellsouth.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Laurie Allen

at (954)

540-1344

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees

☐ \$113.75 Filing Fees
and Certificate of
Status

☐ \$113.75 Filing Fees
and Certified Copy

☐ \$122.50 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

FILED
12 FEB 10 PM 3:04
STATE
TALLAHASSEE, FLORIDA

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

South Florida Circus Art School LLC

Enter Name of Other Business Entity

L09000057181

2. The "Other Business Entity" is a Limited Liability Company
(Enter entity type. Example: limited liability company, 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 6/11/09

Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

South Florida Circus Art School INC

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: ~~2/6/12~~ 2/6/12
(The effective date: 1) cannot be prior to 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 Incorporation, if an effective date is listed therein.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.607.1115, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 6th day of January, 20 12.

Required Signature for Florida Profit Corporation:

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 Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: [Signature]

Printed Name: Laurie Allen Title: President

Required 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: [Signature]
Printed Name: Laurie Allen Title: Managing Member

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

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.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 FEB 10 PM 3:04

FILED

ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be: **South Florida Circus Art School INC.**

ARTICLE II PRINCIPAL OFFICE

Principal street address
15161 NE 21st Ave
North Miami Beach Fl 33162

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

CirqueArts

ARTICLE IV SHARES

The number of shares of stock is: **100**

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Laurie Allen, President

Address: 15161 NE 21st Ave
North Miami Beach Fl 33162

Name and Title: _____

Address: _____

Name and Title: _____

Address: _____

Name and Title: _____

Address: _____

Name and Title: _____

Address: _____

Name and Title: _____

Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Laurie Allen
Address: 15161 NE 21st Ave
Miami Beach Fl 33162

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Laurie Allen
Address: 15161 NE 21st Ave
Miami Beach Fl 33162

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity


Required Signature/Registered Agent

1/6/12

Date

I submit this document and affirm that the facts stated herein are true. 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.


Required Signature/Incorporator

1/6/12

Date

FILED
12 FEB 10 PM 3:04
STATE
TALLAHASSEE, FLORIDA

January 28, 2012

South Florida Circus Art School LLC
15161 NE 21st Ave
North Miami Beach, FL 33162
(954) 540-1344

Barbara Bostick
Regulatory Specialist II
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: South Florida Circus Art School LLC
L09000057181

Dear Barbara Bostick:

Please be advised that we are not creating another limited liability company. We are, however, attempting to convert a multi-member limited liability company (L09000057181) from a partnership to a corporation. On November 30, 2011, Steven Greenbaum resigned as South Florida Circus Art School LLC' secretary, and general partner.

Once Steven Greenbaum resigned as a partner, the entity ceases as a partnership, and becomes either a self-employed business or as a C-Corporation. We have chosen to report the entity as a corporation, not as a self-employed business.

The documents we forwarded to you on January 6, 2012, enclosed, converts South Florida Circus Art School, LLC, from a partnership to a corporation organized "for a profit", retaining the name, unchanged, South Florida Circus Art School, LLC.

Please adjust your records accordingly to reflect that South Florida Circus Art School, LLC has been converted to a corporation, with an effective date of February 6, 2012.

Thank you.

Cordially,



Laurie Allen
President



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 10, 2012

LAURIE ALLEN
SOUTH FLORIDA CIRCUS ART SCHOOL LLC
15161 NE 21ST AVENUE
NORTH MIAMI BEACH, FL 33162

SUBJECT: SOUTH FLORIDA CIRCUS ART SCHOOL LLC
Ref. Number: L09000057181

We have received your document for SOUTH FLORIDA CIRCUS ART SCHOOL LLC and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A Florida limited liability company cannot convert into another Florida limited liability company. Pursuant to s. 608.439(1), F.S., "the term 'other business entity' or 'another business entity' means a common law or business trust or association; a real estate investment trust; a general partnership, including a limited liability partnership; a limited partnership, including a limited liability limited partnership; or any other domestic or foreign entity that is organized under a governing law or other applicable law, provided such term shall not include a domestic limited liability company."

The effective date must be specific and cannot be prior to the date of filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6028.

Barbara Bostick
Regulatory Specialist II

Letter Number: 012A00000662