

A2000000044

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

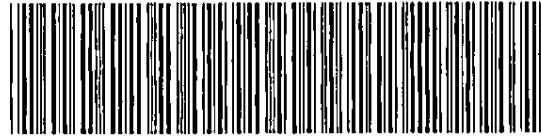
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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400339835174

01/28/20--01011--009 **1105.00

FILED

2020 JAN 28 PM 9:16

TALLAHASSEE, FLORIDA

20 JAN 28 PM 11:56

K. SALY

JAN 31 2020



**CAPITOL
SERVICES**

Filing Cover Sheet

To: Florida Division of Corporations

From: TAYLOR SEAY C/O Capitol Services, Inc.

Date: 1/28/2019

Trans#: 1105269

Entity Name: DAVE & BUSTER'S OF FLORIDA, INC. (FL) CONVERTING INTO DAVE & BUSTER'S OF FLORIDA, LP (FL)

Articles Incorporation ()

Articles of Dissolution ()

Conversion (XX) /

Foreign Qualification ()

Limited Partnership ()

Reinstatement ()

Other ()

Articles of Amendment ()

Annual Report ()

Fictitious Name ()

Limited Liability ()

Merger ()

Withdrawal / Cancellation ()

STATE FEES PREPAID WITH CHECK#1738 FOR \$1105.00

PLEASE RETURN:

Certified Copy (XX) , Plain Photocopy ()

Good Standing () Certificate of Fact ()



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 29, 2020

CAPITOL SERVICES

SUBJECT: DAVE & BUSTER'S OF FLORIDA, INC.
Ref. Number: P95000074840

20 JAN 31 11:52

We have received your document for DAVE & BUSTER'S OF FLORIDA, INC. and your check(s) totaling \$1105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 245-6051.

Karen A Saly
Regulatory Specialist II

Letter Number: 720A00002072

** Please provide original
Submission date 1/28/20 **

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Dave & Buster's of Florida, LP
Name of Resulting Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Conversion, Certificate of Limited Partnership, and fees are submitted to convert an "Other Organization" into a Florida Limited Partnership or Limited Liability Limited Partnership in accordance with s. 620.2104, F.S.

Please return all correspondence concerning this matter to:

Sherri Smith

Contact Person

Dave & Buster's, Inc.

Firm/Company

2481 Manana Drive

Address

Dallas, TX 75220

City, State and Zip Code

Sherri.Smith@daveandbusters.com

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

For further information concerning this matter, please call:

Sherri Smith

Name of Contact Person

at (214) 357-9588

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

<input type="checkbox"/> \$1,052.50 Filing Fees	<input type="checkbox"/> \$1,061.25 Filing Fees	<input type="checkbox"/> \$1,105.00 Filing Fees	<input type="checkbox"/> \$1,113.75 Filing
Fees, (\$52.50 for Conversion	and Certificate of	and Certified Copy	Certified Copy, and
and \$1,000 - Certificate)	Status		Certificate of Status

Mailing Address:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

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

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2020 JAN 28 AM 9:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Conversion
For
"Other Business Organization"
Into

Florida Limited Partnership or Limited Liability Limited Partnership

This Certificate of Conversion **and attached Certificate of Limited Partnership** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Partnership or Limited Liability Limited Partnership** in accordance with s.620.2104, Florida Statutes.

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

Dave & Buster's of Florida, Inc.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation
(Enter entity type. Example: corporation, limited liability company, sole proprietorship, 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 09/28/1995
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. The name of the Florida Limited Partnership or Limited Liability Limited Partnership as set forth in the **attached Certificate of Limited Partnership**:

Dave & Buster's of Florida, LP

(Enter Name of Florida Limited Partnership or Limited Liability Limited Partnership)

4. The conversion was approved as required by Chapter 620, F.S., and was approved in such a manner that complied with the converting organization's governing law.

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the other business entity complies with such law(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.

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2020 JAN 28 AM 9:16

TALLAHASSEE, FLORIDA

Signed this 27th day of January, 2020

Signature of Each General Partner Listed in Attached Certificate of Limited Partnership/Limited Liability Limited Partnership: 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.

Signature: [Signature]
Printed Name: Robert W. Edmund Title: General Counsel, Secretary and SVP of Human Resources of the General Partner

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Required Signature(s) on behalf of Other Business Entity: 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. [See below for required signature(s).]

Signature: [Signature]
Printed Name: Robert W. Edmund Title: President and Treasurer

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 Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$ 52.50
Fees for Florida Certificate of Limited Partnership:	\$1,000.00
(\$965 Filing Fee and \$35 Filing Fee)	
Certified Copy:	\$ 52.50 (Optional)
Certificate of Status:	\$ 8.75 (Optional)

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2020 JAN 28 AM 9:18

TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
FOR
FLORIDA LIMITED PARTNERSHIP
OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. Dave & Buster's of Florida, LP

(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.
or LLLP.

2. 2481 Manana Drive
Street address of initial designated office
Dallas, TX 75220

3. Capitol Corporate Services, Inc.
Name of Registered Agent for Service of Process

4. 515 East Park Avenue, 2nd Floor
Florida street address for Registered Agent
Tallahassee, FL 32301

5. *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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Kim Tadlock Kim Tadlock, Asst. Sec. on behalf
of Capitol Corporate Services, Inc.
Signature of Registered Agent

6. 2481 Manana Drive
Mailing address of initial designated office
Dallas, TX 75220

7. If limited partnership elects to be a limited liability limited partnership, check box ☐.

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2020 JAN 28 AM 9:19

TALLAHASSEE, FLORIDA

8. Name and business address of each general partner:

Name:

Business Address:

Dave & Buster's, Inc.

2481 Manana Drive

Dallas, TX 75220

Signed this 24th day of January, 2020

Signature of each general partner: 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.

Dave & Buster's, Inc.

By: 

Robert W. Edmund, General Counsel, Secretary and
Senior Vice President of Human Resources