

L02000005662

(Requestor's Name)

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☐ PICK-UP

☐ WAIT

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(Business Entity Name)

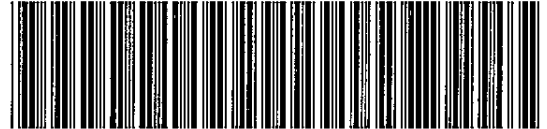
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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

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

Acemy, LLC.

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- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File Conversion
- ☐ 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:

Name

Date

Time

Walk-In

Will Pick Up

12/29/05 4:50



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 5, 2006

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: ACERAY LLC
Ref. Number: L02000005662

RE-SUBMIT

PLEASE OBTAIN THE ORIGINAL
FILE DATE

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2006 JAN -3 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for ACERAY LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$25.00 payment.

Because your document does not specifically address some of the requirements of our conversion form, we would suggest that you simply complete and file our conversion form.

We understand that your filing in Colorado took effect on January 1. But for the purposes of filing our conversion form, you cannot state an effective date prior to January 3, 2006. This again is not the effective date of your conversion in Colorado, but the effective date of this document -- being filed for information purposes -- in Florida.

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) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 406A00000741

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TALLAHASSEE, FLORIDA

RE-SUBMIT

PLEASE OBTAIN THE ORIGINAL
FILE DATE

**COMBINED
CERTIFICATE OF CONVERSION
AND
PLAN OF CONVERSION**

FILED
2006 JAN -3 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion is filed pursuant to Section 608.4403, Florida Statutes.

- (a) The converting entity is Aceray, LLC, a Limited Liability Company formed under the laws of the State of Florida previously with its principal office located at 2840 Boca Raton Blvd., Building 2, Suite C, Boca Raton, FL 33431.
- (b) The resulting entity is Aceray, LLC, a Limited Liability Company formed under the laws of the State of Colorado with its principal office located at 104 Broadway, Denver, Colorado 80203.
- (c) This Plan of Conversion was approved unanimously by the members of the converting entity, and maintains the members interests without change from the converting entity to the resulting entity. A copy of the Combined Statement of Conversion and Articles of Organization filed in the State of Colorado is attached hereto as Exhibit A.
- (d) The converting entity, Aceray, LLC, shall be converted into the resulting entity effective January 1, 2006 which is the effective date of the Combined Statement of Conversion and Articles of Organization filed pursuant to Colorado Revised statutes Section 7-90-201. (For Accounting Purpose Only)
- (e) The principal office of the resulting entity in the state of Colorado is 104 Broadway, Denver, Colorado 80203.
- (f) The resulting entity hereby appoints Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting limited liability company and the office of the resulting entity in the State of Colorado for purposes of Section 48.181, Florida Statutes is 104 Broadway, Denver, Colorado 80203
- (g) The resulting entity will commence transacting business or conducting activities in the state of Colorado on the date of conversion, January 1, 2006.

[The remainder of this page is intentionally left blank]

This Combined Certificate of Conversion and Plan of Conversion is executed this
____ day of December, 2005.

ACERAY, LLC, a Florida limited
liability company

By: 
Karolina Trask, Manager

Exhibit A
**COMBINED
STATEMENT OF CONVERSION
AND
ARTICLES OF ORGANIZATION**

This statement of Conversion is filed pursuant to Parts 2, 3, and 8 of Title 7, Article 90 of the Colorado Revised statutes.

- (h) The converting entity is Aceray, LLC, a Limited Liability Company formed under the laws of the state of Florida with its principal office located at 2840 Boca Raton Blvd., Building 2, Suite C, Boca Raton, FL 33431.
- (i) The resulting entity is Aceray, LLC, a Limited Liability Company formed under the laws of the state of Colorado with its principal office located at 104 Broadway, Denver, Colorado 80203.
- (j) The converting entity, Aceray, LLC, shall be converted into the resulting entity on January 1, 2006, pursuant to Colorado Revised statutes Section 7-90-201.
- (k) The principal office of the resulting entity in the state of Colorado is 104 Broadway, Denver, Colorado 80203.
- (l) The registered agent for the resulting entity in the state of Colorado is Katarina A. Robinson, 104 Broadway, Denver, Colorado 80203
- (m) The resulting entity will commence transacting business or conducting activities in the state of Colorado on the date of conversion, January 1, 2006.
- (n) The name and address of the individual organizing the entity is:

Katarina A. Robinson
104 Broadway
Denver, Colorado 80203
- (o) Management is vested in its managers.

The name and address of the person causing this document to be filed:

Peter B. Scott
1120 Lincoln Street, Suite 1000
Denver, Colorado 80203

Document processing fee
 If document is filed on paper \$150.00
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 2005 DEC 23 AM 10:50
 SECRETARY OF STATE
 STATE OF COLORADO

Combined Statement of Conversion and Articles of Organization
 filed pursuant to §7-90-201 and §7-80-204 of the Colorado Revised Statutes (C.R.S.)

Statement of Conversion

1. For the converting entity, its entity name or true name, ID number (if applicable), form of entity, the jurisdiction under the law of which it is formed, and the principal office address of its principal office are

Entity name or true name of
 the converting entity Aceray, LLC

ID number (if applicable) _____
(Colorado Secretary of State ID number)

Form of the entity Limited Liability Company

Jurisdiction where formed State of Florida

Principal office street address 2840 Boca Raton Blvd.
(Street number and name)

Boca Raton FL 33431
(City) (State) (Postal/Zip Code)

_____ _____
(Province - if applicable) (Country - if not US)

Principal office mailing address _____
(leave blank if same as above) (Street number and name or Post Office Box information)

_____ _____ _____
(City) (State) (Postal/Zip Code)

_____ _____
(Province - if applicable) (Country - if not US)

2. The converting entity has been converted into the resulting entity identified below.
3. For the resulting entity, its entity name, form of entity, the jurisdiction under the law of which it is formed, and the principal office address of its principal office are

Entity name of the
resulting entity

Aceray, LLC

(The name of a limited liability company must contain the term or abbreviation "limited liability company", "ltd. liability company", "limited liability co.", "ltd. liability co.", "limited", "l.l.c.", "llc", or "ltd." §7-90-601, C.R.S.)

(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

Form of the entity

domestic limited liability company

Jurisdiction where formed

Colorado

Principal office street address

104 Broadway

(Street number and name)

Denver

(City)

CO

(State)

80203

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

Principal office mailing address
(leave blank if same as above)

(Street number and name or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

(If the following statement applies, adopt the statement by marking the box.)



The mailing address in the records of the Secretary of State is no longer different than the street address and is no longer required.

Articles of Organization

1. The entity name is

Aceray, LLC

(The name of a limited liability company must contain the term or abbreviation "limited liability company", "ltd. liability company", "limited liability co.", "ltd. liability co.", "limited", "l.l.c.", "llc", or "ltd." §7-90-601, C.R.S.)

(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

2. The principal office address of the initial principal office is

Street address

104 Broadway

(Street number and name)

Denver

(City)

CO

(State)

80203

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

3. The registered agent name and registered agent address of the initial registered agent are

Name

(if an individual)

Trask

Karolina

(Last)

(First)

(Middle)

(Suffix)

OR

(if an entity)

(Caution: Do not provide both an individual and an entity name.)

The person appointed as registered agent above has consented to being so appointed.

Street address

104 Broadway

(Street number and name)

Denver

CO

80203

(City)

(State)

(Postal/Zip Code)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City)

CO

(State)

(Postal/Zip Code)

4. The true name and mailing address of the person forming the limited liability company are

Name

(if an individual)

Trask

Karolina

(Last)

(First)

(Middle)

(Suffix)

OR

(if an entity)

(Caution: Do not provide both an individual and an entity name.)

Mailing address

104 Broadway

(Street number and name or Post Office Box information)

Denver

CO

80203

(City)

(State)

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

☐ (If the following statement applies, adopt the statement by marking the box and include an attachment.)☐ This document contains the name and address of one or more additional person(s) forming the limited liability company.

5. The management of the limited liability company is vested in
(Mark the applicable box.)

☒ one or more managers.

OR

☐ the members.

6. There is at least one member of the limited liability company.

7. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

☐ This document contains additional information as provided by law.

8. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are 01/01/2006
(mm/dd/yyyy; hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

9. The true name and mailing address of the individual causing the document to be delivered for filing are

Scott	Peter	B.	
(Last)	(First)	(Middle)	(Suffix)
1120 Lincoln Street, Suite 1000			
(Street number and name or Post Office Box information)			

Denver	CO	80203	
(City)	(State)	(Postal/Zip Code)	
_____		_____	
(Province - if applicable)		(Country - if not US)	

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

☐ This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).