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TO:

Registration Section
Division of Corporations
PO Box 6237
Tallahassee, FL 32314

FROM:

Ralph P. Loffredo, Jr.
3346 Abeline Road
Spring Hill, FL 34608
Daytime phone number (352) 683-6003

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\$155.00
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SUBJECT: CENTER FOR SUCCESS, POWER AND WEALTH, LLC.

ENCLOSED IS AN ORIGINAL AND ONE COPY OF THE ARTICLES OF ORGANIZATION
FOR A LIMITED LIABILITY COMPANY AND A CHECK FOR \$155.00.

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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:

Success, Power and Wealth

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

- A. Date: Sept 5, 1995
B. Jurisdiction: Florida Dept of State
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:

Center For Success, Power & Wealth, LLC

Ralph P. Loffredo Jr.

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.)

Ralph P. Loffredo Jr.

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.)

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - NAME

THE NAME OF THE LIMITED LIABILITY COMPANY IS:

CENTER FOR SUCCESS, POWER AND WEALTH, LLC.

ARTICLE II - ADDRESS

THE MAILING ADDRESS AND STREET ADDRESS OF THE PRINCIPAL OFFICE OF THE LIMITED LIABILITY COMPANY IS:

3346 ABELINE ROAD
SPRING HILL, FLORIDA 34608

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

THE NAME AND THE FLORIDA STREET ADDRESS OF THE REGISTERED AGENT ARE:

RALPH P. LOFFREDO, JR.
3346 ABELINE ROAD
SPRING HILL, FLORIDA 34608

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.

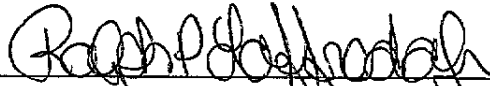

REGISTERED AGENT SIGNATURE

ARTICLE IV - MANAGEMENT(CHECK BOX IF APPLICABLE)

☒ THE LIMITED LIABILITY COMPANY IS TO BE MANAGED BY ONE MANAGER

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OR MORE MANAGERS AND IS, THEREFOR, A MANAGER - MANAGED COMPANY.



SIGNATURE OF A MEMBER OR AN AUTHORIZED REPRESENTATIVE OF A MEMBER

(IN ACCORDANCE WITH SECTION 608.408(3), FLORIDA STATUTES, THE EXECUTION
THIS DOCUMENT CONSTITUTES AN AFFIRMATION UNDER THE PENALTIES OF
PERJURY THAT THE FACTS STATED HEREIN ARE TRUE.)

RALPH P. LOFFREDO, JR
TYPED OR PRINTED NAME OF SIGNEE

ARTICLE V - PURPOSE

THE PURPOSE FOR WHICH THE LIMITED LIABILITY COMPANY IS ORGANIZED IS:

THIS LIMITED LIABILITY COMPANY MAY ENGAGE IN ANY ACTIVITY OR BUSINESS
UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE VI - AMENDMENT

THIS LIMITED LIABILITY COMPANY RESERVES THE RIGHT TO AMEND, ADDEND,
OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF
ORGANIZATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED IS
SUBJECT TO THIS RESERVATION.

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ARTICLE VII - BY-LAWS

THE POWER TO ADOPT, ADDEND, AMEND, OR REPEAL BY-LAWS SHALL BE
VESTED IN THE BOARD OF DIRECTORS.

ARTICLE VIII - ADOPTION OF BY-LAWS

A SPECIAL MEETING OF THE SUBSCRIBERS OR THEIR ASSIGNS SHALL BE HELD,
UPON THE CALL OF THE PRESIDENT, FOR THE PURPOSE OF COMPLETING THE
ORGANIZATION OF THE LIMITED LIABILITY COMPANY AND THE ADOPTION OF
THE BY-LAWS AND THE TRANSACTION OF SUCH OTHER BUSINESS AS MAY COME
BEFORE THE MEETING.