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PICK-UP WAIT MAIL		
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Special Instructions to Filing Officer:		
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Office Use Only

August 17, 2004

## FILED

Please find enclosed the Certificate of Conversion and the Articles of Organization along with filing fees for Chocolate Sun, LLC. If you have any questions, I can be reached at 727-864-3221.

TALLAHASSEE, FLORIDA

Thank You,

Patrick J. Silled

#### TRANSMITTAL LETTER

FILED Division of Corporations 2004 AUG 20 P 3: 55 SUBJECT: Chocolate Sun, LLC (Name of Limited Liability Company) The enclosed Articles of Organization and fee(s) are submitted for filing. Please return all correspondence concerning this matter to the following: Patrick J. Schunk (Name of Person) Chocolate Sun, LLC (Firm/Company) 1110 Pinellas Bayway, Suite 104 (Address) St. Petersburg, FL 33715 (City/State and Zip Code) For further information concerning this matter, please call:

STREET ADDRESS:

(Name of Person)

Patrick J. Schunk

TO:

Registration Section

Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399 MAILING ADDRESS:

(Area Code & Daytime Telephone Number)

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

#### CERTIFICATE OF CONVERSION

FILED

Pursuant to section 608.439, Florida Statutes, the following unincorporated builds apprize 3: 55 hereby submits the <u>attached articles of organization</u> and this certificate of conversion to convert 3: 55 to a Florida limited liability company:

SECRETARY OF STATE TALLAHASSEE, FLORIDA

FIRST: The name of the unincorporated business immediately prior to filing this document was:	
Chocolate Sun	<u>1</u>
SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:  A. Date: October 1, 2003  B. Jurisdiction: California  C. If different from the above noted jurisdiction, the jurisdiction immediately prior to	<u> </u>
its conversion:	, <del>t</del>
THIRD: The name of the limited liability company as set forth in the <u>attached</u> articles of organization is:  Chocolate Sun, LLC	
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.)	
Patrick J. Schunk	
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.)

### ARTICLES OF ORGANIZATION **FOR** FLORIDA LIMITED LIABILITY COMPANY

FILED

ARTICLE I - Name:	2084 AUG 20 ₱ 3: 55
The name of the Limited Liability Company is:	SECRETARY OF STATE TALLAHASSEE, FLORIDA
Chocolate Sun, LLC	
	And the second of the second o
ARTICLE II - Address: The mailing address and street address of the principal street.	pal office of the Limited Liability Company is:
Principal Office Address:	Mailing Address:
1110 Pinellas Bayway, Suite 104	1110 Pinellas Bayway, Suite 104
St. Petersburg, FL 33715	St. Petersburg, FL 33715
727-864-3221	727-864-3221
ARTICLE III - Registered Agent, Registered Off The name and the Florida street address of the regis	
The name and the Florida street address of the regis	tered agent are:
The name and the Florida street address of the regis  Patrick J. Schunk  Name	tered agent are:
The name and the Florida street address of the regis  Patrick J. Schunk	tered agent are:
Patrick J. Schunk  Name  1110 Pinellas Bayway, Suite 104	tered agent are:
Patrick J. Schunk  Name  1110 Pinellas Bayway, Suite 104  Florida street address (P.O. Bo	x NOT acceptable)

Page 1 of 2 (CONTINUED)

Patrid - Julie Registered Agent's Signature

agree

#### ARTICLE IV- Manager(s) or Managing Member(s):

FILED

The name and address of each Manager or Managing Member is as follows:

2004 AUG 20 P 3:55 Title: Name and Address: SECRETARY OF STATE TALLAHASSEE, FLORIDA "MGR" = Manager "MGRM" = Managing Member Hillary Weiss 4143 Via Marina No. 619 Marina del Rey, CA 90292 **MGRM** SueEllen Hatton 12501 Appleton Way Mar Vista, CA 90066 Patrick J. Schunk MGRM 370 1st Street West Tierra Verde, FL 33715 (Use attachment if necessary) NOTE: An additional article must be added if an effective date is requested. REQUIRED SIGNATURE:

Patrick J. Schunk

that the facts stated herein are true.)

Typed or printed name of signee

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

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)