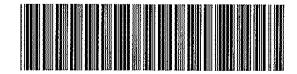
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(Re	questor's Name)	
(Ad	dr ess)	
(Add	dress)	
(Cit	y/State/Zip/Phone	e #)
PICK-UP	WAIT	MAIL
(Bu	siness Entity Nar	ne)
(Do	cument Number)	
Certified Copies	Certificates	s of Status
Special Instructions to I	Filing Officer:	

Office Use Only



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COVER LETTER

TO: Registration Section Division of Corporations
SUBJECT: SMATR SOUNDS L.L.C. (Name of Resulting Florida Limited Company)
The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.
Please return all correspondence concerning this matter to:
William Thomas Reth Se. (Contact Person) SMATR SOUNDS LLC (Firm/Company)
37811 Chancey Road - lot 228 (Address)
Zephyrhills, Florida 33541 (City, State and Zip Code)
For further information concerning this matter, please call:
William T. Rehm at (828) 1069-0213 (Name of Contact Person) (Area Code and Daytime Telephone Number)
Enclosed is a check for the following amount:
\$150.00 Filing Fees \$155.00 Filing Fees \$180.00 Filing Fees \$185.00 Filing Fees, (\$25 for Conversion and Certificate of and Certified Copy & Certified Copy, and \$125 for Articles of Organization)
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

Certificate of Conversion

For

"Other Business Entity"

Into

Florida Limited Liability Company

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

Continue of the Other Business Entity infinitediately prior to the fining of this				
Certificate of Conversion is: SMATR SOUNDS LLC				
(Enter Name of Other Business Entity)				
2. The "Other Business Entity" is a limited liability (Enter entity type. Example: corporation, limited partnership, sole proprietorship,				
general partnership, common law or business trust, etc.)				
first organized, formed or incorporated under the laws of North Carolinas S				
(Enter state, or if a non-U.S. entity, the name of the country)				
on May 15, 2004				
(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:				
NORTH CAROLINA to FLORIDA				
4. The name of the Florida Limited Liability Company as set forth in the attached				
Articles of Organization:				
SHATIZ SOUNDS L.L.C.				
(Enter Name of Florida Limited Liability Company)				

Page 1 of 2

3-11-06

2006 JAN	2006 JAN 25	2006 JAN 25 PM	1-c			
	25 T	25 PM	25 PH 4: I	SECRET	2006 JAN	<u></u>

5. If not effective on the date of filing, enter the effective date: Mazch 17, 2006. (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 Organization, if an effective date is listed therein.)

Signed this 28th day of January 2006.

Signature of Authorized Person: Will Signature of Authorized Person:

Printed Name: William T. Rethy Se. Title: Manager

Fees:

Certificate of Conversion:

\$25.00

Fees for Florida Articles of Organization:

\$125.00

Certified Copy:

\$30.00 (Optional)

Certificate of Status:

\$5.00 (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

(Must end with the words "Limited Liability Company, "Limited Company" or their abbreviation "LLC," or

ARTICLE I - Name:

ARTICLE II - Address:

"L.C.,")

The name of the Limited Liability Company is:

Principal Office Address:	Mailing Address:
37811 Chancey Rd. Lot 2 Zephyrhills, Florida 339	228 Same
ARTICLE III - Registered Agent, Registerature: (The Limited Liability Company cannot serve as its owindividual or another business entity with an active Florida registration.)	
The name and the Florida street address of William T. F	of the registered agent are:
37811 Chanc	Name Sey Rd. Lot 228 S (P.O. Box NOT acceptable)
Zephyrhills	FL 33541 y, State, and Zip

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

Registered Agent's Signature (REQUIRED)

(CONTINUED) Page 1 of 2

ARTICLE IV- Manager(s) or Managing Member(s):
The name and address of each Manager or Managing Member is as follows:

Title: "MGR" = Manager "MGRM" = Managing Member	Name and Address:			
MGR	William. T. Rethy Sz. 37811 Chancey Rd. Lot 228 Zephyrhills, Florida 33591			
 .				
(Use attachment if necessary) ARTICLE V: Effective date, if other than the date of filing: March 17, 2806, 25 (OPTIONAL) (If an effective date is listed, the date must be specific and cannot be more than five				
business days prior to or 90 days after the da REQUIRED SIGNATURE:				
Signature of a member or an authorized representative of a member.				
of this document constitutes an aff that the facts sta William T. Rehm	108(3), Florida Statutes, the execution firmation under the penalties of perjury sted herein are true.)			

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent \$ 30.00 Certified Copy (Optional)

- \$ 5.00 Certificate of Status (Optional)