

LOG 000061999

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

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Office Use Only



600074798886

05/23/06--01043--009 **30.00

06/09/06--01005--008 **150.00

06/09/06--01005--009 **5.00

2006 MAY 23 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

LOG-61999
of

EFFECTIVE DATE

6-6-06



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 9, 2006

MITCHELL NEWTON
405 RACETRACK ROAD, NE. SUITE 101
FT. WALTON BEACH, FL 32547

SUBJECT: NETWORK AMENITIES, LLC
Ref. Number: L06000039901

We have received your document for NETWORK AMENITIES, LLC and your check(s) totaling \$185.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Organization, if any.

Please return your document, along with a copy of this letter, within 60 days of your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 406A00039734

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 26, 2006

MITCHELL NEWTON
405 RACETRACK ROAD, NE, SUITE 101
FT. WALTON BEACH, FL 32547

SUBJECT: NETWORK AMENITIES, LLC
Ref. Number: L06000039901

We have received your document for NETWORK AMENITIES, LLC and your check(s) totaling \$30.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 608.439, F.S., an unincorporated business entity may convert to a Florida limited liability company. However, the unincorporated business entity must do so by simultaneously filing a Certificate of Conversion and Articles of Organization with this office. Our records reflect the Articles of Organization for the resulting limited liability company were previously filed on In light of these facts, we are unable to file the enclosed Certificate of Conversion as submitted.

To proceed with the filing of the conversion, you must resubmit your Certificate of Conversion along with a new set of Articles of Organization. The fees to file the conversion will total \$150 and breakdown as follows: \$100 filing fee for the Articles of Organization, \$25 registered agent designation fee, and \$25 filing fee for the Certificate of Conversion.

Because limited liability company names are filed for notice purposes only, you may still file the Conversion under the exact same name as that of the pre-existing limited liability company or you may choose a different name.

With respect to the pre-existing limited liability company, you may voluntarily dissolve the entity by filing Articles of Dissolution for \$25 or simply allow this office to administratively dissolve this entity for failure to file the required uniform business report/annual report form when due.

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) 245-6020.

Tammi Cline

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2006 MAY 23 PM 12:46
TAMMIE C. CLINE
DIVISION OF STATE
CORPORATIONS
FLORIDA

Document Specialist

Letter Number: 306A00037118

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2006 MAY 23 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Network Amenities, LLC
(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:

Mitchell Newton
(Contact Person)
Network Amenities, LLC
(Firm/Company)
405 Racetrack Road NE, Suite 101
(Address)
Ft. Walton Beach, Florida 32547
(City, State and Zip Code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Daniel C. Perri at (850) 651-3011
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ ~~\$185.00~~ ^{\$30.00} Filing Fees
(\$25 for Conversion
& Certificate
of Status) ☐ \$155.00 Filing Fees
and Certificate of
Status ☐ \$180.00 Filing Fees
and Certified Copy ☐ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

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

Law Office of
Daniel C. Perri
4 Eleventh Avenue, Suite 1
Shalimar, Florida 32579

Daniel C. Perri, LL.M. in Taxation
Erin Blumer, J.D.

Telephone (850) 651-3011
Facsimile (850) 651-3306

June 16, 2006

Division of Corporations
Attn: Tammi Cline, Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

FEDERAL EXPRESS
TRACKING NUMBER
8564 9971 8377

Re: *Network Amenities, LLC*

Dear Tammi:

Please find enclosed the following:

1. Certificate of Conversion;
2. Articles of Organization of Network Amenities, LLC;
3. A copy of your June 9, 2006 letter to Mitchell Newton.

I'm really hoping that "third time's a charm" with this conversion and LLC. Please let me know if you need anything further. Thank you.

Very truly yours,



Colleen E. Brake
Paralegal to
Daniel C. Perri

colleen@perrilawoffice.com

/ceb

Enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

1. The name of the "Other Business Entity" immediately prior to the filing of this
Certificate of Conversion is
Network Video & Entertainment, Inc.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Corporation
(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 Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on October 10, 1995

(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:

N/A

4. The name of the Florida Limited Liability Company as set forth in the **attached
Articles of Organization:**

Network Amenities, LLC

(Enter Name of Florida Limited Liability Company)

EFFECTIVE DATE

10-10-06

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TALLAHASSEE, FLORIDA

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5. If not effective on the date of filing, enter the effective date: June 6, 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 18th day of April 2006

Signature of Authorized Person: 

Printed Name: Mitchell Newton Title: President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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
NETWORK AMENITIES, LLC

The undersigned subscribers hereby form a limited liability company under the laws of the State of Florida, Florida Statutes, Chapter 608 as follows:

ARTICLE I
NAME

The name of this limited liability company shall be NETWORK AMENITIES, LLC.

ARTICLE II
DURATION

This limited liability company shall exist no longer than thirty (30) years from the date of filing with the Department of State.

ARTICLE III
PURPOSE AND POWERS

This limited liability company is organized for the purpose of conducting any and all law business not in conflict with the Statutes of the State of Florida. This limited liability company shall have all powers enumerated in Chapter 608 mentioned above.

ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business of the limited liability company is at 405 Racetrack Road NE, Suite 101, Fort Walton Beach, Florida 32547. The mailing address of the limited liability company is 405 Racetrack Road NE, Suite 101, Fort Walton Beach, Florida 32547.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 4 Eleventh Avenue, Suite One, Shalimar, Florida 32579 and the name of the initial registered agent at that address is DANIEL C. PERRI.

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ARTICLE VI
CAPITAL

The capital of the limited liability company that will be contributed shall be the sum of One Thousand Dollars (\$1,000.00).

ARTICLE VII
MANAGEMENT

The name and address of the manager of the limited liability company is as follows:

Mitchell Newton
405 Racetrack Road NE, Suite 101
Fort Walton Beach, Florida 32547

Management shall be by all persons or authorized representatives thereof above named with majority vote controlling.

ARTICLE VIII
INITIAL MEMBERS

The names and addresses of the initial members of this limited liability company are as follows:

Mitchell Newton
405 Racetrack Road NE, Suite 101
Fort Walton Beach, Florida 32547

Gary Turner
405 Racetrack Road NE, Suite 101
Fort Walton Beach, Florida 32547

Don McKnight
405 Racetrack Road NE, Suite 101
Fort Walton Beach, Florida 32547

ARTICLE IX
ADDITIONAL MEMBERS

The members of the limited liability company shall have the right to admit additional members upon unanimous written consent of all the members of the company existing at that time.

ARTICLE X
DISSOLUTION

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of this limited liability company or the occurrence of any other event which terminates the

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SECRETARY OF STATE

continued membership of a member of the limited liability company, the limited liability company shall be terminated unless the business is continued by the consent of all remaining members.

ARTICLE XI
TRANSFER OF INTEREST

A member may transfer that member's right to receive shares of profits and returns of capital contributions, but may not assign any of the rights to participate in the management or to be a member of the limited liability company unless prior written consent is obtained by the transfer or from all remaining members.

IN WITNESS WHEREOF, the undersigned, being the members hereinbefore named, have hereunto set their hand and seal on this the 6th day of June 2006, for the purpose of forming a limited liability company to do business both within and without the State of Florida and do make and file in the Office of the Secretary of State of Florida these Articles of Organization and certify that the facts herein stated above are true.

ORGANIZER:



DANIEL C. PERRI
Authorized Representative

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was executed and acknowledged before me this 6th day of June, 2006, by **DANIEL C. PERRI**, who personally appeared, who is personally known to me and who did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid this 6th day of June, 2006.



COLLEEN E. BRAKE
Notary Public
My commission expires: 08/11/2009



FILED
JUN 29 2006
PH 12:46
CLERK OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

Pursuant to Section 608.415, Florida Statutes, the following is submitted: NETWORK AMENITIES, LLC, desiring to organize under the laws of the State of Florida with its principal place of business at 405 Racetrack Road NE, Suite 101, Fort Walton Beach, Florida 32547 has named **Daniel C. Perri** as its agent to accept service of process within the State of Florida and whose office address is 4 Eleventh Avenue, Suite One, Shalimar, Florida 32579.

ORGANIZER:



DANIEL C. PERRI
Authorized Representative

Having been named to accept service of process for the above named limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.



DANIEL C. PERRI
Registered Agent

2006 MAY 23 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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