

L070000039734

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

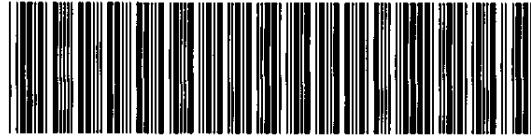
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07 APR 12 AM 10:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

**FILING COVER SHEET**  
**ACCT. #FCA-14**

**CONTACT:** RICKY SOTO

**DATE:** 04/12/2007

**REF. #:** 000170.67013

**CORP. NAME:** CTS EQUITIES, LLC, a Nevada entity, converting into  
CTS EQUITIES, LLC, a Florida entity

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07 APR 12 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |  |

**(XX) OTHER: CERTIFICATE OF CONVERSION**

**STATE FEES PREPAID WITH CHECK#** 520923 **FOR \$** 180.00

**AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:**

\_\_\_\_\_ **COST LIMIT: \$** \_\_\_\_\_

**PLEASE RETURN:**

- ☒ CERTIFIED COPY      ☐ CERTIFICATE OF GOOD STANDING      ☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF STATUS

Examiner's Initials

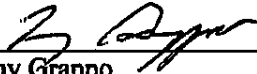
CTS EQUITIES, LLC  
CERTIFICATE OF CONVERSION

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.439 of the Florida Limited Liability Company Act (the "FL Act"), CTS EQUITIES, LLC, a Nevada limited liability company (the "Company"), hereby delivers this CERTIFICATE OF CONVERSION for the purpose of converting the Company from a Nevada limited liability company to a Florida limited liability company pursuant to the provisions of Section 608.439 of the FL Act and Section 92A.105 of the Nevada Revised Statutes (the "NV Act").

1. The Company was organized on December 12, 2002, pursuant to the laws of the State of Nevada.
2. The name of the Company immediately prior to the filing of this Certificate of Conversion was CTS EQUITIES, LLC.
3. The name of the Company as set forth in its Articles of Organization filed with the Florida Department of State is CTS EQUITIES, LLC.
4. The conversion will be effective upon the filing of this Certificate of Conversion.

CTS EQUITIES, LLC,  
a Nevada limited liability company

By:   
Name: Tony Grappo  
Title: Manager  
Date: 4/12/07

CTS EQUITIES, LLC  
ARTICLES OF ORGANIZATION

The undersigned hereby organizes a limited liability company under the provisions of the Florida Limited Liability Company Act (the "Act"), and pursuant to the following Articles of Organization:

ARTICLE 1

Name

The name of this limited liability company is:

CTS EQUITIES, LLC

(hereafter, the "Company").

ARTICLE 2

Effective Date

The Company is the successor by conversion to CTS EQUITIES, LLC, a limited liability company organized under the laws of the State of Nevada on December 12, 2002.

ARTICLE 3

Mailing Address and Principal Office

The address of the principal office and the mailing address of the Company is 2202 N. Westshore Boulevard, 5<sup>th</sup> Floor, Tampa, Florida 33607, attention Joseph Kadow.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of the Company is 2202 N. Westshore Boulevard, 5<sup>th</sup> Floor, Tampa, Florida 33607, and the name of the initial registered agent of the Company at that address is Joseph Kadow.

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ARTICLE 5  
Management of the Company

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the initial manager of the Company is:

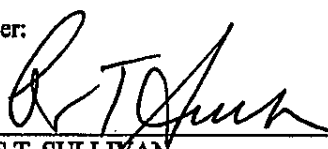
Chris T. Sullivan  
2202 N. Westshore Boulevard  
5<sup>th</sup> Floor  
Tampa, Florida 33607

ARTICLE 6  
Indemnification

The Company shall indemnify any member or manager, or any former member or manager, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned member of the Company has executed these Articles of Organization this 12<sup>th</sup> day of April, 2007, and the undersigned registered agent acknowledges that he is familiar with, and accepts, the obligations of his position as registered agent of the Company as provided for in Chapter 608 of the Florida Statutes.

Member:

  
CHRIS T. SULLIVAN

Registered Agent:

  
JOSEPH KADOW