

L070000259563

(Requestor's Name)

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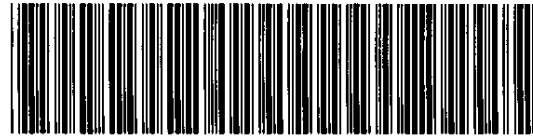
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: TRACY SPEAR

DATE: 06/06/07

REF. #: 000162.69670

CORP. NAME: SPARK LABS, INC. converting into SPARK LABS, LLC

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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 | | |
| <input checked="" type="checkbox"/> OTHER: CONVERSION | | |

STATE FEES PREPAID WITH CHECK# 521595 FOR \$ 180.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

CERTIFICATE OF CONVERSION
OF
SPARK LABS, INC.
INTO
SPARK LABS, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to and in accordance with Sections 607.1112 and 607.1113 of the Florida Business Corporation Act and 608.439 of the Florida Limited Liability Company Act, this Certificate of Conversion is submitted to convert Spark Labs, Inc., a Florida corporation (the "Corporation"), into Spark Labs, LLC, a Florida limited liability company (the "Limited Liability Company").

1. The Corporation was created under the laws of the State of Florida on April 26, 2007. The Corporation has at all times been a Florida corporation.

2. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is "Spark Labs, Inc." **P07000050870**

3. The name of the Limited Liability Company is "Spark Labs, LLC," a Florida limited liability company, which was created by the filing of its Articles of Organization with the Secretary of State of the State of Florida on the same date as this Certificate of Conversion (the "Articles of Organization").

4. The Corporation has converted into the Limited Liability Company (the "Conversion") in compliance with the Florida Business Corporation Act. The Conversion complies with the applicable laws governing the Limited Liability Company.

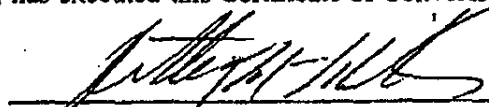
5. The Conversion shall be effective immediately upon the filing of this Certificate of Conversion and the Articles of Organization.

6. The Conversion has been approved by the Corporation in accordance with the Florida Business Corporation Act.

7. The principal office of the Limited Liability Company is 2511 W. Swann Avenue, Suite 100, Tampa, Florida 33609.

8. The Limited Liability Company has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Sections 607.1301 - 607.1333.

The undersigned person, being the authorized representative of the Corporation and the Limited Liability Company, has executed this Certificate of Conversion this 5th day of June 2007.



Anthony Miller, authorized representative

ARTICLES OF ORGANIZATION
OF
SPARK LABS, LLC

The undersigned executes these Articles of Organization of Spark Labs, LLC, to form a limited liability company pursuant to the Florida Limited Liability Company Act:

ARTICLE I. NAME

The name of the limited liability company is: Spark Labs, LLC.

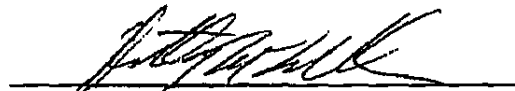
ARTICLE II. ADDRESS

The mailing and street address of the principal office of the limited liability company is 2511 W. Swann Avenue, Suite 100, Tampa, Florida 33609.

ARTICLE III. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the limited liability company is 2511 W. Swann Avenue, Suite 100, Tampa, Florida 33609, and the name of the Company's initial registered agent at that address is Anthony Miller.

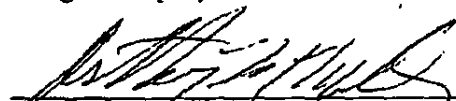
Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Anthony Miller

ARTICLE IV. MANAGEMENT OF COMPANY

The limited liability company is a manager-managed company.

EXECUTED: June 5, 2007.


Anthony Miller
Authorized Representative

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