

LD80000029227

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

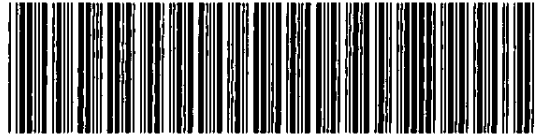
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

~~1.008 5642~~

Office Use Only



900116209619

01/30/08--01030--002 **130.00

03/20/08--01001--025 **20.00

FILED

2008 MAR 20 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: THEMED GIFT BASKETS, 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:

JAMES P. TIERNEY
(Name of Person)
THEMED GIFT BASKETS, LLC
(Firm/Company)
1835 US 1, SOUTH, SUITE 119
(Address)
ST. AUGUSTINE FL 32084
(City/State and Zip Code)

For further information concerning this matter, please call:

JAMES P. TIERNEY at 904 825-1979
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee ☒ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



Themed Gift Baskets LTD.
FOR ALL OCCASIONS & THE BEST OF REASONS

Wednesday, March 5, 2008

Ms. Leslie Sellers
Regulatory Specialist II
Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: THEMED GIFT BASKETS, LLC
Ref. Number – W08000005642

Dear Leslie,

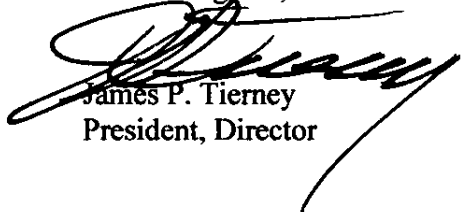
This is to follow up on our telephone conversation of a week or so ago relative to the enclosed Certificate of Conversion concerning the subject LLC application.

We have completed and enclosed our application for the conversion from a corporation to the LLC status we are seeking to accomplish. We also return your letter of February 1, 2008 as requested along with the Incorporation Certificate we received back in 2006 when we incorporated under the name of "Themed Gift Baskets LTD, INC." That is the document Number P06000099208 you refer to where the name has already been assigned. That is the conversion to the LLC we are applying for.

Also since we sent our check for \$130.00 along with the original application for LLC status, we have enclosed an additional check for \$20.00 to satisfy the \$150.00 Filing Fee to include the conversion and Articles of Organization. We hope this works in paying the required total fee to make this conversion happen.

Thank you for your help and guidance in getting this conversion done and we look forward to your positive response in the near future. In the meantime, if you do have any additional requirements, please let us know.

Kindest regards,



James P. Tierney
President, Director

1835 US 1 South, Suite 119
St. Augustine, Florida 32084
phone 904.825.1979
TGBLTD@bellsouth.net



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 1, 2008

JAMES P. TIERNEY
1835 US 1 SOUTH, STE. 119
ST AUGUSTINE, FL 32084

SUBJECT: THEMED GIFT BASKETS, LLC
Ref. Number: W08000005642

We have received your document for THEMED GIFT BASKETS, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is P06000099208.

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) 245-6967.

Leslie Sellers
Regulatory Specialist II

Letter Number: 708A00006964

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:

THEMED GIFT BASKETS LTD, 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 JULY 27, 2006
(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:

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

THEMED GIFT BASKETS, LLC
(Enter Name of Florida Limited Liability Company)

Page 1 of 2

* COPY OF INCORPORATION CERTIFICATE
ATTACHED

FILED
2008 MAR 20 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5. If not effective on the date of filing, enter the effective date: _____.
(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 FEBRUARY 2008.

Signature of Authorized Person: [Signature]

Printed Name: JAMES P. TIERNEY Title: PRESIDENT

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)

FILED
2008 MAR 20 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

THEMED GIFT BASKETS, LLC
(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

1835 US 1 SOUTH, SUITE 119
ST. AUGUSTINE, FL
32084

Mailing Address:

1835 US 1 SOUTH, SUITE 119
ST. AUGUSTINE, FL
32084

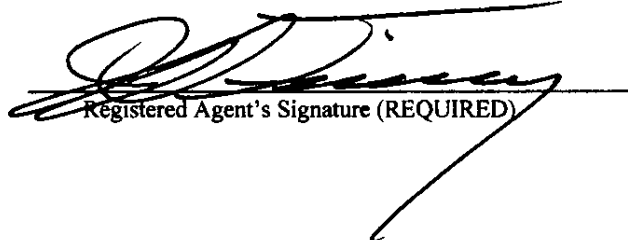
ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

JAMES P. TIERNEY
Name
2212 BLACKSTONE WAY
Florida street address (P.O. Box ~~NOT~~ acceptable)
ST. AUGUSTINE FL 32092
City, 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 Chapter 608, F.S..


Registered Agent's Signature (REQUIRED)

(CONTINUED)
Page 1 of 2

FILED
2008 MAR 20 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

MGRM

MGR

Name and Address:

JAMES P. TIERNEY
2212 BLACKSTONE WAY
ST. AUGUSTINE, FL 32092
KATHLEEN TIERNEY
2212 BLACKSTONE WAY
ST. AUGUSTINE, FL 32092

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing. FEB. 1, 2008 (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 date of filing.)

REQUIRED SIGNATURE:


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.)

JAMES P. TIERNEY

Typed or printed name of signee

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)