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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

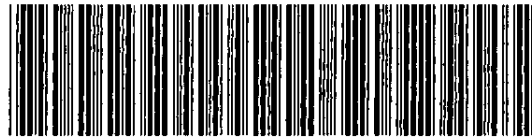
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. HAMPTON  
SEP - 4 2008  
EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** The Prize Factory, Inc.  
(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:

Gary D. Lipson  
(Contact Person)

Wunderweide, Haines, et al  
(Firm/Company)

390 N. Orange Ave Ste. 1500  
(Address)

Orlando, FL 32801  
(City, State and Zip Code)

For further information concerning this matter, please call:

Gary D Lipson at (407) 246-6577  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$150.00 Filing Fees  
(\$25 for Conversion  
& \$125 for Articles  
of Organization)

☐ \$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

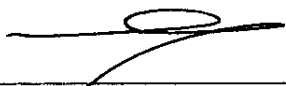
**Certificate of Conversion**  
**for**  
**The Prize Factory, Inc., a Florida corporation,**  
**into**  
**The Prize Factory, LLC, a Florida limited liability company**

The Prize Factory, Inc., a Florida corporation, does hereby convert into a Florida limited liability company in accordance with the provisions of Section 608.439 of the Florida Statutes.


1. The name of the Florida corporation converting into a Florida limited liability company is The Prize Factory, Inc., which was incorporated on May 13, 2008.
2. The name of the Florida limited liability company is The Prize Factory, LLC.
3. A copy of the Articles of Organization of The Prize Factory, LLC, a Florida limited liability company, is attached hereto.

**IN WITNESS WHEREOF**, each of the undersigned has executed this instrument on August ~~4~~, 2008.

**The Prize Factory, Inc.**

By   
\_\_\_\_\_  
William A. Mobley, Jr.,  
President

**The Prize Factory, LLC**

By   
\_\_\_\_\_  
William A. Mobley, Jr.,  
Authorized Representative

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**Articles of Organization  
of  
The Prize Factory, LLC**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

**ARTICLE I — Name:**

The name of the limited liability company is: The Prize Factory, LLC.

**ARTICLE II — Address:**

The initial mailing address and street address of the principal office of the limited liability company is: c/o Gary D. Lipson, Esq., Windersweedle, Haines, Ward & Woodman, P.A., 390 North Orange Avenue, Suite 1500, Orlando, Florida 32801.


**Article III — Registered Agent and Registered Office:**

The name and the Florida street address of the initial registered agent of the limited liability company are: Gary D. Lipson, 390 North Orange Avenue, Suite 1500, Orlando, Florida 32801.

**Article IV — Indemnification:**

This limited liability company shall indemnify and hold harmless its managers, directors, officers, employees, attorneys and agents to the fullest extent permitted by law.

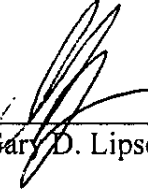
**IN WITNESS WHEREOF**, the undersigned, as an authorized representative of a member, has signed and acknowledged these Articles of Organization on August 29, 2008.

  
\_\_\_\_\_  
William A. Mobley, Jr.,  
as Authorized Representative

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**TALLAHASSEE, FLORIDA**

### **Statement Accepting Appointment as Registered Agent**

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in the statement. 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 under Chapter 608, Florida Statutes.

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Gary D. Lipson

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