

L09000002808

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

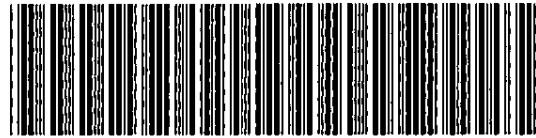
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

COAATLAL

Office Use Only



000139841250

01/12/09--01002--008 **125.00

01/14/09--01012--001 **25.00

RECEIVED
09 JAN -9 PM 3:55
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE
CORPORATIONS

FILED
09 JAN 12 PM 3:35
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

B. KOHR

JAN 14 2009

EXAMINER

Spiegel & Utrera
Requester's Name

Address

City/State/Zip Phone #

Office Use Only

FILED
09 JAN 12 PM 3:35
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Shoreline Venture Group LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☒ Other conversion

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 9, 2009

SPIEGEL & UTRERA

TALLAHASSEE, FL

SUBJECT: SHORELINE VENTURE GROUP LLC
Ref. Number: W09000001098

FILED
09 JAN 12 PM 3:35
TALLAHASSEE, FLORIDA

We have received your document for SHORELINE VENTURE GROUP LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$125.00 payment.

This is not just an LLC filing. It's a conversion -- converting a corporation to an LLC.

The total amount required is \$150.00.

Please resubmit your filing with an ADDITIONAL \$25.00.

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) 245-6914.

Buck Kohr
Regulatory Specialist II

Letter Number: 109A00000866

Spiavel & Utrera
Requester's Name

Address

City/State/Zip Phone #

Office Use Only

FILED
09 JAN 12 PM 3:35
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Shoreline Venture Group LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time

☐ Mail out

☐ Will wait



☐ Photocopy

☐ Certified Copy

☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☒ Other Conversion

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

**CERTIFICATE OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**

FILED
09 JAN 12 PM 3:35
CLERK OF STATE
TALLAHASSEE, FLORIDA

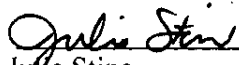
This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Florida Corporation into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

PO800032786

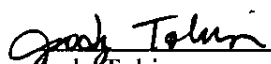
- FIRST:** The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is **J & S TAILGATOR, INC.**
- SECOND:** The "Other Business Entity" is a For Profit Corporation, first incorporated under the laws of the State of Florida on March 27, 2008.
- THIRD:** The jurisdiction of the "Other Business Entity" was never changed.
- FOURTH:** The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is **SHORELINE VENTURE GROUP LLC.**
- FIFTH:** The effective date will be the date of the filing of this document by the Florida Secretary of State.

Signed this 9th day of January, 2009.

Signature of Member or Authorized Representative of the Limited Liability Company"

Signature: 
Printed Name: Julie Stine
Title: Member

Signature on behalf of the Other Business Entity:

Signature: 
Printed Name: Jody Tobin
Title: President

ARTICLES OF ORGANIZATION
OF
SHORELINE VENTURE GROUP LLC

FILED
09 JAN 12 PM 3:35
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE 1 - NAME

The name of the limited liability company shall be **SHORELINE VENTURE GROUP LLC**, ("Company").

ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be 2001 Sunderland Road, Maitland, Florida 32751 and the mailing address shall be the same.

ARTICLE 3 - EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 - DURATION

Subject to the provisions of Article 8, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in the business of retail gift shop and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.



SPIEGEL & UTRERA, P.A.

L A W Y E R S

www.amerilawyer.com

1840 CORAL WAY, 4TH FLOOR, MIAMI, FL 33145 - (305) 854-6000 - (800) 603-3900 - FACSIMILE (305) 860-2076
MAILING ADDRESS - POST OFFICE BOX 450605, MIAMI, FL 33245-0605

ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is 2001 Sunderland Road, Maitland, Florida 32751. The name and address of the registered agent of this Company is Jody Tobin, 2001 Sunderland Road, Maitland, Florida 32751.

ARTICLE 7 - ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 8 - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE 9 - MANAGEMENT

The Company shall be managed by a manager or manager(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names of all such manager(s) who is/are to serve as manager(s) is/are:

Operating Manager: Jody Tobin

Vice-Operating Manager: Julie Stine

Secretary: Julie Stine

whose mailing addresses shall be the same as the principal office of the Company.



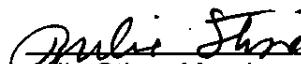
SPIEGEL & UTRERA, P.A.

LAWYERS

www.amerilawyer.com

1840 CORAL WAY, 4TH FLOOR, MIAMI, FL 33145 - (305) 854-6000 - (800) 603-3900 - FACSIMILE (305) 860-2076
MAILING ADDRESS - POST OFFICE BOX 450605, MIAMI, FL 33245-0605

IN WITNESS WHEREOF, The undersigned, an authorized representative of the member(s), has made and subscribed these Articles of Organization at Maitland, Florida, for the foregoing uses and purposes, this 9th day of January, 2009.


Julie Stine, Member

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION

Jody Tobin, having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.


Jody Tobin, Registered Agent