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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. KOHR
JAN 20 2009
EXAMINER

FILED
09 JAN 16 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: TRICIA TADLOCK

DATE: 01/16/09

REF. #: 0262.98328

CORP. NAME: COLLETTO BLU DESIGN GROUP, INC.



- | | | |
|---|---|--|
| <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# 528960 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
for
Florida Corporation
into
Florida Limited Liability Company**

FILED
09 JAN 16 AM 8:55
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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 applicable provisions of the Florida Business Corporation Act and the Florida Limited Liability Company Act.

1. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is "Colletto Blu Design Group, Inc."

PO7000063712

2. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is "Colletto Blu Design Group, LLC."

3. The Corporation's Plan of Conversion was approved by the unanimous written consent of the Board of Directors and sole shareholder of the Corporation in accordance with the applicable provisions of the Florida Business Corporation Act.

4. The Corporation is a corporation first organized, formed or incorporated under the laws of Florida on May 29, 2007.

5. The principal office of the Corporation was 602 8th Avenue North, St. Petersburg, Florida 33701.

6. The Corporation has been converted into a Florida Limited Liability Company in accordance with applicable provisions of the Florida Business Corporation Act and the Florida Limited Liability Company Act.

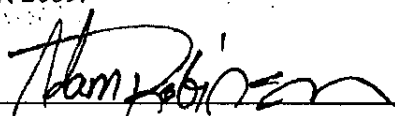
7. No shareholders have appraisal rights in connection with this conversion.

8. The conversion shall be effective immediately upon the filing hereof with the Florida Department of State.

9. The principal office of the Limited Liability Company is 602 8th Avenue North, St. Petersburg, Florida 33701.

Signed this 16th day of January, 2009.

Signature of Authorized Person:



Printed Name: Adam Robinson

Title: President

**ARTICLES OF ORGANIZATION
OF
COLLETTA BLU DESIGN GROUP, LLC**

FILED
09 JAN 16 AM 8:55
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned member hereby executes these Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this limited liability company (the "Company") shall be:

Colletto Blu Design Group, LLC

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company shall be:

602 8th Avenue North
St. Petersburg, Florida 33701

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 101 E. Kennedy Boulevard, Suite 2700, Tampa, Florida 33602 and the initial registered agent of the Company at such office shall be Nathaniel C. Roland. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Operating Agreement

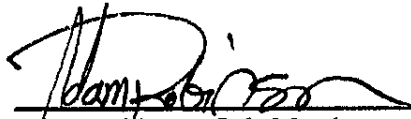
The power to adopt the operating agreement of the Company, to alter, amend or repeal the operating agreement of the Company, or to adopt a new operating agreement, shall be vested in the member of the Company. The operating agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

ARTICLE V

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles in the manner now or hereafter prescribed by statute, and all rights conferred upon the member herein are subject to this reservation.

IN WITNESS WHEREOF, the member, pursuant to Section 608.407, Florida Statutes, has executed these Articles for the uses and purposes therein stated.

A handwritten signature in black ink, appearing to read "Adam Robinson", is written over a horizontal line.

Adam Robinson, Sole Member

COLLETTO BLU DESIGN GROUP, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 16th day of January, 2009.



Nathaniel C. Roland