

L 090000030604

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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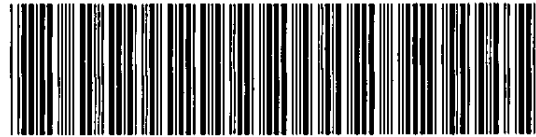
(Business Entity Name)

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DIVISION OF CORPORATIONS
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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MAR 30 2009

EXAMINER



CT
a Wolters Kluwer business

CT
1203 Governors Square Blvd.
Tallahassee, FL 32301-2960

850 222 1092 tel
850 222 7615 fax
www.ctlegalsolutions.com

March 30, 2009

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

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09 MAR 30 PM 3:45
STATE
TALLAHASSEE, FLORIDA

Re: Order #: 7520246 SO
Customer Reference 1: 48450
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

Events & Adventures Tampa, Inc. (FL)
Conversion
Florida

Events & Adventures Tampa LLC (FL)
Obtain Document - Misc - Certified Copy of Conversion
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Christina McNeair
CL Operations Specialist
Christina.McNeair@wolterskluwer.com

March 30, 2009

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

CT
3

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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Christina McNeair
CL Operations Specialist
Christina.McNeair@wolterskluwer.com

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09 MAR 30 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Conversion
for the Conversion of
Events & Adventures Tampa Inc.
into
Events & Adventures Tampa LLC

FILED
09 MAR 30 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

F06000092838

I. Prior to filing this Certificate of Conversion the name of the Florida Corporation was Events & Adventures Tampa Inc (the "Corporation").

I. The Corporation was first organized under the laws of the State of Florida on the 5th day of July, 2006.

III. The name of the Florida Limited Liability Company as set forth in the Articles of Organization attached hereto as Appendix A is Events & Adventures Tampa LLC.

IV. The effective date and time of conversion shall be upon the filing of this Certificate of Conversion and the Articles of Organization with the Department of State of the State of Florida.

In Affirmation thereof, the facts state above are true and correct:

Signature:

EVENTS & ADVENTURES TAMPA INC.

By:

Name: Emmett Avery

Its: President

Date

March 26, 2009

Signature:

EVENTS & ADVENTURES TAMPA LLC

By: T.W. Bruno
Name: T.W. Bruno
Its: Organizer

March 27, 2009
Date

APPENDIX A

Articles of Organization

(See Attached)

ARTICLES OF ORGANIZATION
OF
EVENTS & ADVENTURES TAMPA LLC

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09 MAR 30 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 608 of Title XXXVI of the Florida Statutes, the undersigned states as follows:

1. The name of the limited liability company is Events & Adventures Tampa LLC (hereinafter referred to as the "Company").
2. The address of the principal office is 51 South Main Avenue Suite 304, Clearwater, Florida 33765. The mailing address of the Company is 12020 Drumore Way, Glen Allen, Virginia 23059.
3. The name and address of the initial registered agent is C T Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.
 - a. 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 of Title XXXVI of the Florida Statutes.


Name: Chris McNear Registered Agent
Assistant Secretary

4. The period of duration of the Company is perpetual.
5. The Company is authorized to transact any and all lawful business.
6. No member of the Company or other person shall have authority to act for or bind the Company unless (a) the member or person is a manager, appointed by a majority of the members of Company in accordance with the operating agreement of the Company, and (b) the member or person is authorized as a manager to so act or bind the Company pursuant to such agreement or any vote, resolution, or consent of a majority of the members in accordance with such agreement. Any third party dealing with a member or other person may rely without liability on the authority of such member or person as a manager or officer to act for or bind the Company provided that (a) such member or person presents the third party with a signed

statement certifying that he is either a manager or officer of the Company and has such authority, and (b) the third party has no knowledge or notice that such member or person lacks such authority.

7. The initial manager of the Company shall be Events & Adventures, LLC, a Virginia limited liability company. The initial manager shall be entitled to make all decisions and take all actions for the Company.

Signature:

EVENTS & ADVENTURES, LLC

By:

Name: Emmett Avery

Its: Manager

Date

March 26, 2009

Required Signature:

T.W. Bruno

T.W. Bruno, Organizer