

L09000058243

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

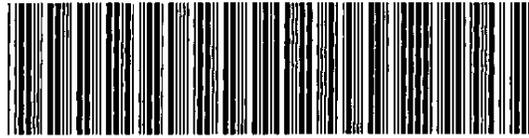
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000157046380

06/12/09--01057--007 **150.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 JUN 12 AM 7:31

FILED

S. HAWKES

JUN 15 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: E.T.M.E. Investments, LLC ■
(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:

Thomas O. Wells, Esq.
(Contact Person)

Thomas O. Wells, P.A.
(Firm/Company)

540 Biltmore Way
(Address)

Coral Gables, FL 33134
(City, State and Zip Code)

For further information concerning this matter, please call:

Thomas O. Wells at (305) 444-0016
(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
OF
E.T.M.E. INVESTMENTS, INC.
INTO
E.T.M.E. INVESTMENTS, LLC

09 JUN 12 AM 7:31
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and the attached Articles of Organization are submitted to convert E.T.M.E. INVESTMENTS, INC., a corporation organized under the laws of the State of Florida, into E.T.M.E. INVESTMENTS, LLC, a limited liability company organized under the laws of the State of Florida, in accordance with Sections 607.1114 and 608.439, Florida Statutes.

1. E.T.M.E. INVESTMENTS, INC., a corporation organized, and immediately prior to the filing of this Certificate of Conversion, existing under the laws of the State of Florida was formed on August 6, 1997, under Document Number P97000067788.
2. The name of the Florida limited liability company into which E.T.M.E. INVESTMENTS, INC. will be converted is E.T.M.E. INVESTMENTS, LLC. The Articles of Organization of E.T.M.E. INVESTMENTS, LLC are attached to this Certificate of Conversion.
3. The conversion of E.T.M.E. INVESTMENTS, INC., a Florida corporation, into E.T.M.E. INVESTMENTS, LLC, a Florida limited liability company, is in compliance with the Florida Business Corporation Act, Chapter 607, and in compliance with the Florida Limited Liability Company Act, Chapter 608.
4. The conversion of E.T.M.E. INVESTMENTS, INC., a Florida corporation, into E.T.M.E. INVESTMENTS, LLC and the Articles of Organization of E.T.M.E. INVESTMENTS, LLC were approved by all of the shareholders and directors of E.T.M.E. INVESTMENTS, INC., in accordance with the provisions of Section 607.1113 of the Florida Business Corporation Act.
5. The address of the principal office of E.T.M.E. INVESTMENTS, LLC is 15321 NW 60th Avenue, Suite 100, Miami Lakes, Florida 33014. In that this conversion complies with Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended, the Federal employer identification number for E.T.M.E. INVESTMENTS, LLC will be 65-0772234 which is the same Federal employer identification number of E.T.M.E. INVESTMENTS, Inc.
6. This Certificate of Conversion shall be effective upon its filing with the Florida Department of State.
7. E.T.M.E. INVESTMENTS, LLC shall pay any shareholder of E.T.M.E. INVESTMENTS, INC. having appraisal rights in an amount as set forth in Section 607.1301 through 607.1333 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
as of the 1st day of June, 2009.



Evelio Tofel, as President of E.T.M.E.
Investments, Inc., and as a Manager of E.T.M.E.
Investments, LLC

FILED
09 JUN 12 PM 7:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
E.T.M.E. INVESTMENTS, LLC
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

FILED
09 JUN 12 11:31 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the limited liability company is E.T.M.E. INVESTMENTS, LLC (hereinafter, the "Company").

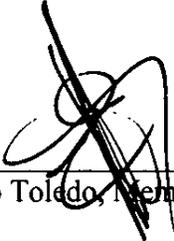
ARTICLE II
MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 15321 NW 60th Avenue, Suite 100, Miami Lakes, Florida 33014.

ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent and registered office in the State of Florida is Evelio Toledo, 15321 NW 60th Avenue, Suite 100, Miami Lakes, Florida 33014.

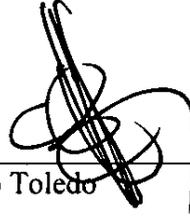
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 1st day of June, 2009.



Evelio Toledo, Member

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for E.T.M.E. INVESTMENTS, LLC, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.



Evelio Toledo

Dated: June 11, 2009

FILED
09 JUN 12 AM 7:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA