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B. KOHR
MAR 12 2010
EXAMINER

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Webfones, LLC

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- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ☒ L.C. File CONVERSION
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ☒ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____

Signature

Requested by BAN Date 3/11 Time AM
Name _____

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

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This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida limited liability company in accordance with Florida Statutes section 608.439:

- (1). The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is Webfones, LLC.
- (2). The "Other Business Entity" is a New Hampshire Limited Liability Company, first organized, formed, and organized under the laws of New Hampshire on March 27, 2006.
- (3). The name of the Florida limited liability company as set forth in the attached Articles of Organization is Webfones, LLC.
- (4). The conversion was approved as required by Florida Statutes Chapter 608, and was approved in such a manner that complied with the converting organization's governing law.
- (5). The conversion is effective on the date of filing.

The execution of this Certificate of Conversion by the undersigned Manager constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

On this 10 day of MARCH, 2010, this Certificate of Conversion was executed and authorized by the Manager of Webfones, LLC.



Christopher Scott Keith, as Manager, on behalf of the "Other Business Entity, Webfones, LLC, a New Hampshire Limited Liability Company

On this 10 day of MARCH, 2010, this Certificate of Conversion was executed and authorized by the Member of Webfones, LLC



Christopher Scott Keith, as Member of Webfones, LLC a Florida Limited Liability Company

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY WEBFONES, LLC**

**ARTICLE I.
NAME**

The name of the limited liability company is Webfones, LLC (referred to as the "Company").

**ARTICLE II.
ADDRESS**

The Company's principal office is 608 Robin Road, Lakeland, Florida 33803. The Company's mailing address is 608 Robin Road, Lakeland, Florida 33803.

**ARTICLE III.
REGISTERED AGENT AND REGISTERED OFFICE**

The name of the Registered Agent is Sarah Hayford. The Registered Office is located at 1206 East Ridgewood Street, Orlando, Florida 32803.

**ARTICLE IV.
MANAGEMENT**

Webfones, LLC is to be managed by one or more Managers, and is, therefore, a Manager-Managed limited liability company. Unless and until replaced pursuant to the Operating Agreement for Webfones, LLC, Christopher Scott Keith shall serve as the Manager.

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On this 10 day of MARCH, 2010, Christopher Scott Keith, as the authorized representative of Webfones, LLC, has executed these Articles of Organization on its behalf at the Law Offices of Carla DeLoach Bryant, P.A., 1206 East Ridgewood Street, Orlando, Florida 32803.



Christopher Scott Keith, Authorized
Representative for Webfones, LLC

ACCEPTANCE OF REGISTERED AGENT

On this 10 day of MARCH, 2010, I have been named as Registered Agent and designated to accept service of process for Webfones, LLC. By signing below 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 Florida Statutes Chapter 608.



Sarah Hayford, Registered Agent