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(Business Entity Name)

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09/16/10--01041--015 **137.50

10/27/10--01003--002 **17.50

FILED
10 OCT 26 AM 9:01
TALLAHASSEE, FLORIDA

S. HAWKES

OCT 27 2010

EXAMINER

S. HAWKES

SEP 30 2010

EXAMINER

6010-45986
43774



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 1, 2010

MICHAEL D GRUENHUT
250 WILLIAMS STREET NW M-100
ATLANTA, GA 30303

SUBJECT: CELLCARDS OF ILLINOIS, L.L.C.
Ref. Number: W10000045986

We have received your document for CELLCARDS OF ILLINOIS, L.L.C. and check(s) totaling \$137.50. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$17.50. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

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) 245-6955.

Suzanne Hawkes
Regulatory Specialist II

Letter Number: 310A00023330



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 17, 2010

MICHAEL D GRUENHUT
250 WILLIAMS STREET NW M-100
ATLANTA, GA 30303

SUBJECT: CELLCARDS OF ILLINOIS, L.L.C.
Ref. Number: W10000043774

We have received your document for CELLCARDS OF ILLINOIS, L.L.C. and your check(s) totaling \$137.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing the proper form(s) with instructions for your convenience.

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) 245-6955.

Suzanne Hawkes
Regulatory Specialist II

Letter Number: 510A00022171

TOBIN & REYES, P.A.

LAW OFFICES
THE PLAZA - SUITE 204
5355 TOWN CENTER ROAD
BOCA RATON, FLORIDA 33486
TELEPHONE (561) 620-0656
FACSIMILE (561) 620-0657

Writer's E-Mail: cgidney@tobinreyes.com

October 25, 2010

Via Federal Express

Ms. Suzanne Hawkes, Regulatory Specialist
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: CellCards of Illinois, LLC

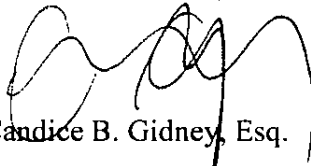
Dear Suzanne:

Our firm represents CellCards of Illinois, LLC. Enclosed with this letter is a check made payable to the Florida Department of State in the amount of \$17.50 representing the balance due in connection with Reference Number: W10000043774.

If you have any questions, or if you need additional information, please contact Candice B. Gidney at Tobin & Reyes, P.A. at the location listed above.

Very truly yours,

TOBIN & REYES, P.A.



Candice B. Gidney, Esq.

CBG/am

COVER LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Domestication of CellCards of Illinois, L.L.C.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

150.00

OPTIONAL:

Certificate of Status

\$ 8.75 5.00

Michael D. Gruenhut
Name (printed or typed)

250 Williams Street NW M-100
Address

Atlanta, Georgia 30303
City, State & Zip

(770) 240-6145
Daytime Telephone Number

MGruenhut@incomm.com
E-mail address: (to be used for future annual report notification)

Certificate of Conversion
For
CellCards of Illinois, L.L.C.
Into a
Florida Limited Liability Company

FILED
10 OCT 26 AM 9:01
CLERK OF THE COURT
JULIA A. SELLER
TALLAHASSEE, FLORIDA

This Certificate of Conversion ("Certificate") is submitted to convert **CellCards of Illinois, L.L.C.**, an Illinois limited liability company (the "Company") into a Florida limited liability company in accordance with Sections 608.439 of the Florida Limited Liability Company Act.


1. The Company was first organized on August 26, 1998, under the laws of the State of Illinois.
2. The name of the Company is "CellCards of Illinois, L.L.C."
3. The name of the Florida limited liability company will be "CellCards of Illinois, LLC."
4. The Company's conversion to a Florida limited liability company shall be effective upon the filing of the Company's Articles of Organization and this Certificate of Conversion with the Secretary of State of Florida.

Dated: September 30th, 2010.

CELLCARDS OF ILLINOIS, L.L.C.,
an Illinois limited liability company

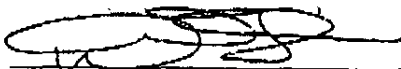
By: Its Sole Member

INCOMM HOLDINGS, INC.,
a Georgia corporation

By: 

Print: Michael D. Gruenhut

Title: Secretary



David S. Tobin
Authorized Representative

**ARTICLES OF ORGANIZATION
OF
CELLCARDS OF ILLINOIS, LLC**

The undersigned subscriber to these Articles of Organization hereby forms a limited liability company under Chapter 608, Florida Statutes, the Florida Limited Liability Company Act.

**ARTICLE 1
NAME**

The name of the limited liability company is CellCards of Illinois, LLC (the "Company").

**ARTICLE 2
PRINCIPAL OFFICE**

The street address and mailing address of the initial principal office of the Company is:
250 Williams Street, Suite M-100
Atlanta, Georgia 30303

**ARTICLE 3
PURPOSE**

The Company is being formed to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE 4
REGISTERED AGENT**

The name and street address for the initial registered agent of the Company is:
Tobin & Reyes, P.A.
5355 Town Center Road, Suite 204
Boca Raton, FL 33486

**ARTICLE 5
MANAGEMENT**

Management of the Company shall be vested in the Manager(s) and it, therefore, a manager-managed company.

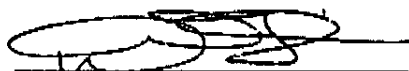
FILED
OCT 26 AM 9:01
TALLAHASSEE, FLORIDA

ARTICLE 6
AUTHORIZED REPRESENTATIVE

The name and street address of the Authorized Representative is:

David S. Tobin
Tobin & Reyes, P.A.
5355 Town Center Road, Suite 204
Boca Raton, FL 33486

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization of CellCards
of Illinois, LLC on this ____ day of September, 2010.



David S. Tobin
Authorized Representative

FILED
10 OCT 26 AM 9:01
CLERK OF DISTRICT COURT
STATE OF FLORIDA

CERTIFICATE OF REGISTERED AGENT
OF
CELLCARDS OF ILLINOIS, LLC

Pursuant to Section 608.415 of the Florida Limited Liability Company Act (the "Act"), the following is submitted, in compliance with said Act:

That CellCards of Illinois, LLC desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization, has named Tobin & Reyes, P.A. 5355 Town Center Road, Suite 204, Boca Raton, FL 33486, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated limited liability company, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this ____ day of September 2010.



David S. Tobin, Esq.

FILED
10 OCT 26 AM 9:01
STATE OF FLORIDA