

L10000118091

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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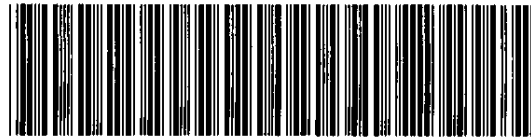
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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B. KOHR

NOV 15 2010

EXAMINER



1203 Governors Square Blvd.
Tallahassee, FL 32301-2960

850 222 1092 tel
850 878 5368 fax
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November 12, 2010

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

Re: Order #: 7989678 SO
Customer Reference 1: None Given
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

CE Media Joint Venture LLP (FL)
Conversion
Florida

CE Media, LLC (FL)
Formation
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

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Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

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 Sections 620.8914 and 608.439, *Florida Statutes*.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: CE MEDIA JOINT VENTURE.

2. The "Other Business Entity" is a General Partnership first organized and formed under the laws of the State of Florida effective as of December 1, 2009.

3. The jurisdiction of the "Other Business Entity" will not be changed as a result of the conversion, as the "Other Business Entity" is converting into a limited liability company formed and organized under the laws of the State of Florida, as set forth in the attached Articles of Organization

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization: CE MEDIA, LLC.

5. The conversion of CE MEDIA JOINT VENTURE into CE MEDIA, LLC was approved by all of the partners of the "Other Business Entity". Such approval constitutes the requisite approval required to be obtained under the Florida Revised Uniform Partnership Act of 1995 in order for such conversion to be effective.

6. The effective date of the conversion is: upon filing.

Signed this 5th day of November, 2010.

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: 

Printed Name: David Crabtree

Title: MANAGER

Signature of a General Partner on behalf of Other Business Entity:

Signature of General Partner: 

Printed Name:

David Crabtree

Title: MANAGER

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

CE MEDIA, LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

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ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

6052 TURKEY LAKE ROAD
SUITE 201
ORLANDO, FL 32819

Mailing Address:

6052 TURKEY LAKE ROAD
SUITE 201
ORLANDO, FL 32819

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Larry Pitt, Esq.

Name

6052 TURKEY LAKE ROAD, Suite 201

Florida street address (P.O. Box **NOT** acceptable)

ORLANDO FL 32819

City, State, and Zip

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, F.S..



Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

OCS CONSULTANTS, INC.

6052 TURKEY LAKE ROAD, SUITE 201

ORLANDO, FL 32819

MGRM

VANGUARD PRODUCTIONS, LLC

2703 KINGHORN PLACE

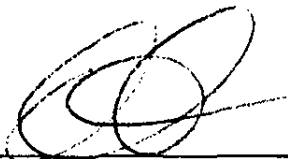
HENDERSON, NV 89044

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

David Crabtree

Typed or printed name of signee

Filing Fees:

**\$125.00 Filing Fee for Articles of Organization and Designation
of Registered Agent**

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)