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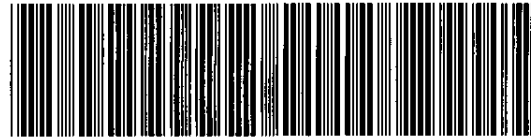
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
DIVISION OF CORPORATION  
10 NOV 29 PM 2:20

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:**

**Sportslive, LLC**

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:

Carl Williams  
20423 NW 15th Avenue  
Miami Gardens, FL 33169

E-mail address: cwilliams@sportsliveinc.com

For further information concerning this matter, please call:

Carl Williams at (727) 259-5206

Enclosed is a check for the following amount: \$150.00 Filing (\$25 for Certificate of Conversion and \$125 for Articles of Organization)

**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**

For  
"Other Business Entity"  
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 s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: **Sportslive, Inc.** 91-45791
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on May, 27 2010.
3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization** is: **Sportslive, LLC**
4. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.
5. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this day 26 of November 2010.

**Signature of Member or Authorized Representative of Limited Liability Company:**

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s. 817.155, F.S.

Signature of Member or Authorized Representative: Carl Williams

Printed Name: **Carl Williams**

Title: **Manager**

**Signatures on behalf of Other Business Entity: Individuals signing affirm that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s. 817.155, F.S.**

Signature: Carl Williams

Printed Name: **Carl Williams**

Title: **President**

Signature: \_\_\_\_\_

Printed Name: **Addison Shelton**

Title: **Director**

**ARTICLES OF ORGANIZATION**

**of  
Sportslive, LLC**

**ARTICLE I** - Company Name: The name of the Company is: Sportslive, LLC.

**ARTICLE II** - Mailing Address: The mailing address of this Company is:

20423 NW 15th Avenue  
Miami Gardens, FL 33169

**ARTICLE III** - Street Address: The street address of the principal office of the Company is:

20423 NW 15th Avenue  
Miami Gardens, FL 33169

**ARTICLE IV** - Registered Agent: The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Carl Williams  
20423 NW 15th Avenue  
Miami Gardens, FL 33169

**ARTICLE V** - Management: The Company shall be managed by its members.

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

**Title:**

"MGR" = Manager

"MGRM" = Managing Member

**Names and Addresses:**

**MGR**

**Carl Williams**  
20423 NW 15th Avenue  
Miami Gardens, FL 33169

**MGRM**

**Addison Shelton**  
20423 NW 15th Avenue  
Miami Gardens, FL 33169

**ARTICLE VI** - No Personal Liability: The managers, officers and agents of the Company shall not be personally liable or responsible for any contracts, debts or defaults of the Company while acting for or on behalf of the Company in any official or authorized capacity. The Company shall indemnify all of its managers, officers, and agents and all of its former managers, officers, and agents from such liability to the fullest extent permitted by law.

**ARTICLE VII - Amendments:** The Articles of Organization of this Company may only be amended by the majority vote of the members and in compliance with the other limitations in these Articles of Organization. No members shall be obliged to contribute additional capital to the Company unless such obligation is approved and required by a majority vote of the members.

**ARTICLE VIII - Continuation of Business:** Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization as of the 26 day of November, 2010.



**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.)

Carl Williams

Typed or printed name of signee

**CERTIFICATE ACCEPTING DESIGNATION AS  
AN AGENT UPON WHOM SERVICE OF PROCESS  
WITHIN THIS STATE MAY BE SERVED**

The following is submitted pursuant to Section 608.415 of the Florida Statutes:

Having been appointed registered agent of Sportslive, LLC in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.

**Member:** Carl Williams

  
Signature

Date: 11/26/10

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