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(Document Number)

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Holland & Knight

Requester's Name

315 South Calhoun Street, suite 600

Address

Tallahassee, FL 32301 (850)425-5686

City/State/Zip

Phone #

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. CLT Meetings & Incentives, Inc  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☒ Limited Liability *Conversion*  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

Examiner's Initials

**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 CLT MEETINGS & INCENTIVES, INC. *PIUW0089197*

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on October 29, 2010, effective November 1, 2010.

3. The jurisdiction of the "Other Business Entity" has not changed.

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is CLT MEETINGS & INCENTIVES, LLC.

5. This conversion shall be effective in Florida upon the filing of this Certificate of Conversion and the attached Articles of Organization with the Florida Secretary of State.

6. 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.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 15 day of June, 2011.

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

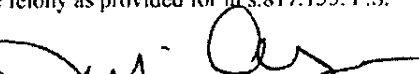
Individual signing affirms that the facts stated in this document are true. Any false information constitute a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative:

  
Jennifer D. Alyea, Manager

Signature on behalf of the Other Business Entity: Individual signing affirms that the facts stated in this document are true. Any false information constitute a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative:

  
Jennifer D. Alyea, President

**ARTICLES OF ORGANIZATION FOR  
CLT MEETINGS & INCENTIVES, LLC  
(a Florida limited liability company)**

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DIVISION OF CORPORATIONS  
11 JUN 28 PM 3:44

The undersigned representative of a Member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I. NAME**

The name of the limited liability company is: CLT MEETINGS & INCENTIVES, LLC.

**ARTICLE II. ADDRESS**

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

509 Lake Cove Pointe Circle  
Winter Garden, FL 34787

**ARTICLE III. DURATION**

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement or by the unanimous written agreement of all Members.

**ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company are:

Karen Young  
509 Lake Cove Pointe Circle  
Winter Garden, FL 34787

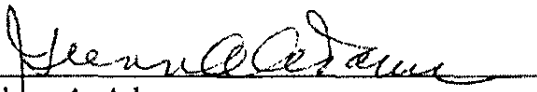
**ARTICLE V. MANAGEMENT**

The business of the Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. Therefore, the Company is a manager-managed company. Such Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The names and addresses of the initial Managers are as follows:

Jennifer D. Alyea  
13645 Sunset Lakes Circle  
Winter Garden, FL 34787

Karen Young  
509 Lake Cove Pointe Circle  
Winter Garden, FL 34787

Such Managers shall serve in such capacity until the first meeting of the Members or until their successor(s) are duly elected and qualified.

  
Glenn A. Adams  
Authorized Representative of a Member

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE  
OF CLT MEETINGS & INCENTIVES, LLC

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, CLT MEETINGS & INCENTIVES, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the State of Florida.

1. The name of the Company is: CLT MEETINGS & INCENTIVES, LLC.
2. The name of the registered agent and the address of the registered office are:

NAME: Karen Young

ADDRESS: 509 Lake Cove Pointe Circle  
Winter Garden, FL 34787

*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.*

  
\_\_\_\_\_  
Karen Young

Date: June 15, 2011