

L11000075568

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

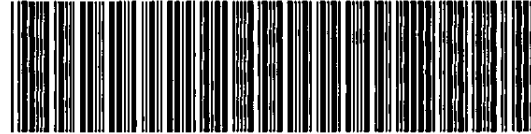
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900208396859

06/07/11--01021--014 **43.75

06/28/11--01022--021 **141.25

EFFECTIVE DATE 6-27-11

FILED
11 JUN 27 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BOSTICK

JUN 29 2011

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Pros2You LLC

(Name of Resulting Florida Limited Company)

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:

Elizabeth Ceruto

(Contact Person)

Pros2You LLC

(Firm/Company)

2255 Glades Road, Suite 324A

(Address)

Boca Raton, Florida 33431

(City, State and Zip Code)

eceruto@pros2you.com

E-mail address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Elizabeth Ceruto

(Name of Contact Person)

at (561)

988-8454

(Area Code and Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|---|
| <input type="checkbox"/> \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) | <input type="checkbox"/> \$155.00 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$180.00 Filing Fees
and Certified Copy | <input checked="" type="checkbox"/> \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status |
|---|---|---|---|

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

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:

Sales Tax Outsourcing Solutions, Inc.

810000041491

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Corporation

(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida

(Enter state, or if a non-U.S. entity, the name of the country)

on 5/13/2010

(Enter date "Other Business Entity" was first organized, formed or incorporated)

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TALLAHASSEE, FLORIDA

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

Pros2You LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: 6/27/2011

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

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 23rd day of June 2011.

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: _____

Printed Name: Elizabeth Ceruto

Title: President and CEO

Signature(s) on behalf of Other Business Entity: Individual(s) signing affirm(s) 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. [See below for required signature(s).]

Signature: _____

Printed Name: Elizabeth Ceruto

Title: President and CEO

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 JUN 27 PM 4:44

FILED

**ARTICLES OF ORGANIZATION
OF FLORIDA LIMITED LIABILITY COMPANY**

The undersigned organizer hereby adopts the following Articles:

ARTICLE I

Name

The name of the Limited Liability Company is:

Pros2You LLC

ARTICLE II

Principal and Mailing Address

2.01 The complete street address of the initial designated principal office is:

2255 Glades Road, Ste 324A

Boca Raton, Florida 33431

2.02 The complete mailing address is:

2255 Glades Road, Ste. 324A

Boca Raton, Florida 33431

ARTICLE III

Registered Agent

3.01 The name of the registered agent is:

Elizabeth Ceruto

3.02 The Florida street address of the registered agent is:

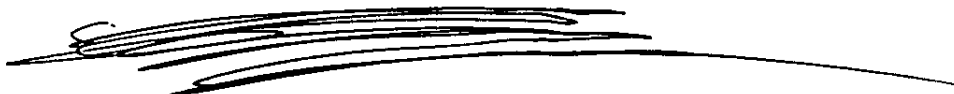
c/o Pros2You LLC

2255 Glades Road, Ste. 324A

Boca Raton, Florida 33431

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 Signature:



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TALLAHASSEE, FLORIDA

ARTICLE IV
Members and Managing Members

The members and managing members of the Limited Liability Company and their addresses are as follows:

<u>Member or MGRM Name</u>	<u>Title</u>	<u>Address</u>
Elizabeth Ceruto	MGRM	2255 Glades Road Ste 324A, Boca Raton, Florida 33431
Michael Ceruto	Member	1009 Patricia Drive, Gulfport, Mississippi, 39503
Maria Ceruto	Member	1009 Patricia Drive, Gulfport, Mississippi, 39503
Rose Bateman	Member	421 North Main Street, Trenton, Illinois 62293
Michael Bateman	Member	421 North Main Street, Trenton, Illinois 62293
Megan Bateman	Member	421 North Main Street, Trenton, Illinois 62293

Article V
Effective Date and Duration

The effective date for this corporation shall be:

June 27, 2011

The duration of the Limited Liability Company shall be Perpetual.

ARTICLE VI
Management

This Limited Liability Company is Member - managed.

ARTICLE VII
Purpose

The purpose for which the company is organized is to conduct any and all lawful business for which Limited Liability Companies can be organized pursuant to Florida statute, including but not limited to: tax return preparation, tax consulting, bookkeeping services, operations consulting, marketing services, CFO services, staffing services, etc.

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TALLAHASSEE, FLORIDA

ARTICLE VIII

Liability

Pursuant to Florida statute, any and all debts, obligations or other liabilities of Pros2You LLC are solely the responsibility of the Limited Liability Company. Any manager or member (managing member or otherwise) of Pros2You LLC is hereby not personally liable for such debts or liabilities solely by reason of their title.

ARTICLE IX

Organizer

I, Elizabeth Ceruto, execute these Articles of Organization dated this 23rd day of June, 2011.



Organizer

(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.)

FILED
11 JUN 27 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 8, 2011

ELIZABETH CERUTO
SUSTAINABILITY LLC
2255 GLADES ROAD, SUITE 324A
BOCA RATON, FL 33431

SUBJECT: SALES TAX OUTSOURCING SOLUTIONS, INC.
Ref. Number: P10000041491

We have received your document for SALES TAX OUTSOURCING SOLUTIONS, INC. and your check(s) totaling \$43.75. 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) 245-6028.

Barbara Bostick
Regulatory Specialist II

Letter Number: 011A00014028