

L11000 117745

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

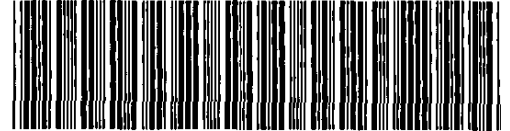
(Document Number)

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OCT 14 2011
EXAMINER



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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

11 OCT 14 AM 10:57

11 OCT 14 PM 1:28

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10/14/11 *[Signature]*



CERTIFIED COPY



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FILING

Conversion

1. Charlie PR Investments, Inc.
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

FILED
11 OCT 14

Certificate of Conversion
converting a
Florida Corporation
("Other Business Entity")
into a
Florida Limited Liability Company

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Florida corporation into a Florida Limited Liability Company in accordance with Section 608.439, Florida Statutes and Section 607.1112, Florida Statutes.

1. The name of the Florida corporation ("Other Business Entity") immediately prior to the filing of this Certificate of Conversion is:

Charlie PR Investments, Inc.
(Document No. P10000011084)

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Florida on February 4, 2010.

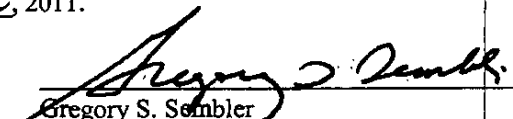
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

Charlie PR Investments, LLC

4. Pursuant to the terms and conditions of the conversion effectuated by this Certificate of Conversion, the shares of Charlie PR Investments, Inc. shall be cancelled and extinguished and in exchange the shareholders of Charlie PR Investments, Inc. shall receive and be considered to have received membership interests in Charlie PR Investments, LLC equal in proportion to the shares they held in Charlie PR Investments, Inc.

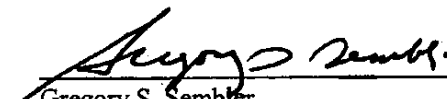
5. The conversion will be effective on the date of filing with the Florida Department of State of this Certificate of Conversion.

IN WITNESS WHEREOF, the undersigned authorized representative of a member, pursuant to Section 608.407, Florida Statutes, has executed this Certificate of Conversion for the uses and purposes therein stated on this 28th day of Sept, 2011.



Gregory S. Sembler
Authorized Representative of a Member

IN WITNESS WHEREOF, the undersigned officer of the Florida corporation, which is the Other Business Entity, has executed this Certificate of Conversion for the uses and purposes therein stated on this 28th day of Sept, 2011.



Gregory S. Sembler
President

RECEIVED
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11 OCT 14 PM

**ARTICLES OF ORGANIZATION
OF
CHARLIE PR INVESTMENTS, LLC**

The undersigned hereby executes these Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this limited liability company (the "Company") shall be:

Charlie PR Investments, LLC

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and mailing address of the Company shall be:

5858 Central Avenue
St. Petersburg, Florida 33707

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 5858 Central Avenue, St. Petersburg, Florida, 33707, and the initial registered agent of the Company at such office shall be Gregory S. Sembler. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VI

Initial Manager

The name and street address of the initial Manager of the Company shall be:

TSCPR Florida, Inc.

5858 Central Avenue
St. Petersburg, Florida, 33707

ARTICLE IV

Operating Agreement

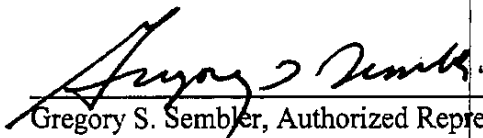
The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

ARTICLE V

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Section 608.407, Florida Statute, has executed these Articles for the uses and purposes herein stated, this 28th day of Sept 2011.



Gregory S. Sembler, Authorized Representative

CHARLIE PR INVESTMENTS, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for above-named limited liability company, at the registered office designated in the Article Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar and accepts the duties and obligations of the position of registered agent under the laws of the of Florida.

DATED this 28th day of Sept., 2011.


GREGORY S. SEMBLER