

L11000136585

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

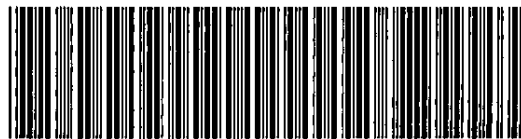
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300214568993

12/02/11--01017--019 **150.00

FILED
2011 DEC -2 PM 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. LEWIS
DEC 15 2011
EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Marbellana 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:

Andrea Darling de Cortes

(Contact Person)

Sharp Kemm P.A.

(Firm/Company)

4890 W. Kennedy Blvd., Suite 900

(Address)

Tampa, FL 33609

(City, State and Zip Code)

acortes@sharptaxlaw.com

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

For further information concerning this matter, please call:

Andrea Darling de Cortes

(Name of Contact Person)

at (813) 286-4199

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input checked="" 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 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 THE CONVERSION OF
MARBELLANA INC.
INTO
MARBELLANA LLC

FILED

2011 DEC -2 PM 1:26


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert **Marbellana Inc.**, a Florida corporation (the "Corporation"), into **Marbellana LLC**, a Florida limited liability company (the "Limited Liability Company"), in accordance with Section 608.439 of the Florida Limited Liability Company Act (the "Act").


1. The Corporation was formed under the Florida Business Corporation Act by the filing of its articles of incorporation with the Florida Department of State on June 25, 2003.
2. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Marbellana Inc. **703000070594**
3. The name of the Limited Liability Company as set forth in the articles of organization filed in accordance with Section 608.439(2) of the Act is Marbellana LLC.
4. The effective date of the conversion shall be the date of the filing of this Certificate of Conversion with the Florida Department of State.

Signed this 1st day ~~October~~ **December**, 2011

MARBELLANA INC.,
a Florida corporation

By: 
Thomas T. Ross, President

MARBELLANA LLC, a Florida limited liability company

By: 
Thomas T. Ross, Manager and
Authorized Representative of a Member

ARTICLES OF ORGANIZATION
OF
MARBELLANA LLC

ARTICLE I - NAME

The name of this limited liability company is **MARBELLANA LLC** (the "Company").

ARTICLE II - PRINCIPAL OFFICE


The mailing address and street address of the principal office of the Company is 5401 S. Kirkman Road, Suite 650, Orlando, Florida 32819.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 515 East Park Avenue, Tallahassee, Florida 32301, and the name of the initial registered agent of the Company is CorpDirect Agents, Inc.

ARTICLE IV - MANAGEMENT

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The initial manager of the Company is Thomas T. Ross.




Signature of a Member or an Authorized
Representative of a Member

Thomas T. Ross

Typed or Printed Name of Signer

ACCEPTANCE OF REGISTERED AGENT

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, Florida Statutes.



Authorized Representative of CorpDirect
Agents, Inc.