

L120VVU49310

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WORK

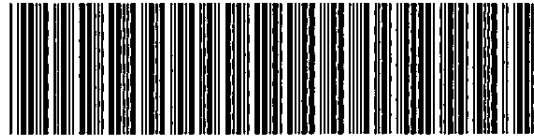
MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:



200222405332

04/13/12--01023--007 **97.50

02/20/12--01053--006 **52.50

12 APR 10 PM 3:01

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Office Use Only

B. KOHR

APR 16 2012

EXAMINER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 23, 2012

SHANNON ROWLES-MCGIGHAN
ZAHMBEE ZEN INC
3679 S.E. GATEHOUSE CIRCLE, APT. 218
STUART, FL 34994

SUBJECT: ZAHMBEE ZEN LLC
Ref. Number: W12000016436

We have received your document for ZAHMBEE ZEN LLC and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are sorry we have been unable to reach you by telephone.

It seems to us that you want to convert your Florida corporation into a Florida LLC.

If that is so, you have submitted the wrong form.

To convert a Florida corporation into a Florida LLC, you must file the CONVERSION OF OTHER BUSINESS ENTITY INTO FLORIDA LLC form. This form is enclosed.

Please note it consists of a Certificate of Conversion and Articles of Organization to form a new LLC. Both forms must be completed and completely signed.

The total required to file this conversion is \$150.00. Add \$30.00 for a certified copy. Add \$5.00 for a good standing certificate.

We are holding the \$52.50 you sent with the form we are returning. Please submit the correct conversion forms with the balanced owed -- which would be at least \$97.50.

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) 245-6051.

Buck Kohr
Regulatory Specialist II

Letter Number: 712A00010008

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

(11/28/11
was filed
date
for
Zahmbee
zen)

Corp

P11000101536

RECEIVED
DIVISION OF STATE
CORPORATIONS
12 APR 10 PM 3:01

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ZAHMBEE ZEN
(Name of Resulting Florida Limited Company)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 APR 10 PM 3:01

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:

SHANNON ROWLES-MCGIGHAN
(Contact Person)

ZAHMBEE ZEN
(Firm/Company)

3679 SE GATEHOUSE CIR. APT 218
(Address)

STUART FL 34994
(City, State and Zip Code)

SHAYNE CRYST@HOTMAIL.COM
E-mail address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

SHANNON ROWLES MCGIGHAN at (772) 418-3726
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)
- \$155.00 Filing Fees and Certificate of Status
- \$180.00 Filing Fees and Certified Copy
- \$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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 APR 10 PM 3:01

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.

P11000101536

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

ZAHMBEE ZEN INC.

(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 November 28, 2011
(Enter date "Other Business Entity" was first organized, formed or incorporated)

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**:

ZAHMBEE ZEN, L.L.C.

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____
(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 6th day of APRIL 2012.

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: [Signature]
Printed Name: SHANNON ROWLES MCGILVER Title: MGR

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: _____ Title: _____

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)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 APR 10 PM 3:01

ARTICLE I - Name:

The name of the Limited Liability Company is:

ZAHMBEE FEN L.L.C

(Must end with the words "Limited Liability Company, the abbreviation "L.L.C.," or the designation "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

Mailing Address:

3679 SE GATEHOUSE CIR
APT 218
STUART FL 34994

3679 SE GATEHOUSE CIR
APT 218
STUART FL 34994

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

SHANNON ROWLES MCGIGHAN
Name

3679 SE GATEHOUSE CIR APT 218
Florida street address (P.O. Box **NOT** acceptable)

STUART FL 34994
City, State, and Zip

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..

Shannon McGighan

Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

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

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGR

SHANNON ROWLES MCGIGHAN
3679 SE GATEHOUSE CIR APT 218
STUART FL 34994

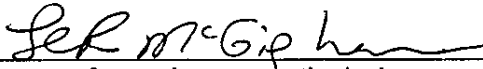
(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____.

(OPTIONAL)

(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 Certificate of Conversion, if an effective date listed therein.)

REQUIRED SIGNATURE:



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.)

SHANNON ROWLES-MCGIGHAN

Typed or printed name of signee