

L12000161969

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)



PICK-UP



WAIT



MAIL

(Business Entity Name)

109-34463

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

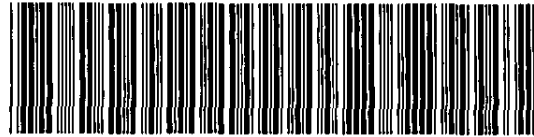
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DEC. 31 2012

EXAMINER

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**Wolters Kluwer**  
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**CT Corporation**

515 East Park Avenue  
Tallahassee, FL 32301

850 222 1092 tel  
850 222 7615 fax  
[www.ctcorporation.com](http://www.ctcorporation.com)

December 28, 2012

Department of State, Florida  
Clifton Building  
2611 Executive Center Circle  
Tallahassee FL 32301

Re: Order #: 8642760 SO  
Customer Reference 1: None Given  
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

SOS Brands, Inc. (FL)  
Conversion  
Florida

Enaltus, LLC (DE)  
Formation  
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan  
Senior Fulfillment Specialist  
[Connie.Bryan@wolterskluwer.com](mailto:Connie.Bryan@wolterskluwer.com)

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2012 DEC 28 PM 4:35  
TALLAHASSEE, FL 32301



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Connie.Bryan@wolterskluwer.com

FILED  
2012 DEC 28 AM 11:35  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION  
OF  
SOS BRANDS, INC.  
INTO  
ENALTUS, LLC**

FILED  
2012 DEC 28 AM 11:38  
SECRETARY OF STATE  
TALLAHASSEE, FL

This Certificate of Conversion and attached Articles of Organization are submitted to convert **SOS Brands, Inc.**, a Florida corporation (the "Other Business Entity"), into **Enaltus, LLC**, a Florida limited liability company, in accordance with Section 608.439, Florida Statutes (the "Conversion").

**ARTICLE I**  
**NAME OF "OTHER BUSINESS ENTITY"**

The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is "SOS Brands, Inc."

**ARTICLE II**  
**JURISDICTION OF "OTHER BUSINESS ENTITY"**

The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Florida on April 16, 2009.

**ARTICLE III**  
**NAME OF FLORIDA LIMITED LIABILITY COMPANY**

The name of the Florida limited liability company into which the "Other Business Entity" will be converted, as set forth in the attached Articles of Organization of the Florida limited liability company, is "Enaltus, LLC."

**ARTICLE IV**  
**EFFECTIVE DATE AND TIME OF CONVERSION**

This Conversion shall become effective as of 11:59 p.m. on December 31, 2012.

**ARTICLE V**  
**COMPLIANCE WITH LAWS**


The Conversion is permitted by the applicable law(s) governing the "Other Business Entity" and the Conversion complies with such laws and the requirements of Section 608.439, Florida Statutes, in effecting the Conversion.

**ARTICLE VI**  
**EXISTENCE OF "OTHER BUSINESS ENTITY"**

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

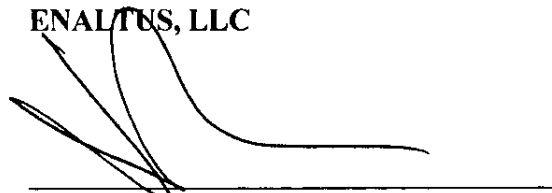
**IN WITNESS WHEREOF**, the undersigned has executed this Certificate of Conversion on  
December 27, 2012.

**SOS BRANDS, INC.**

  
By: Jeff Thompson, Chief Executive Officer

(Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.)

**ENALTUS, LLC**

  
By: Jeff Thompson, Manager

(Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.)

**FILED**  
2012 DEC 28 AM 11:36  
CLERK OF DISTRICT COURT  
FLORIDA 13th JUDICIAL CIRCUIT  
MIAMI, FL 33134

**Articles of Organization  
of  
Enaltus, LLC**

FILED  
28 DEC 28 AM 11:36  
CLERK OF SUPERIOR  
COURT  
WILMINGTON, DELAWARE

**ARTICLE I – Name:**

The name of the limited liability company is Enaltus, LLC.

**ARTICLE II – Address:**

The street and mailing address of the principal office of the limited liability company is:

1100 Satellite Boulevard  
Suwanee, Georgia 30024

**ARTICLE III – Management:**

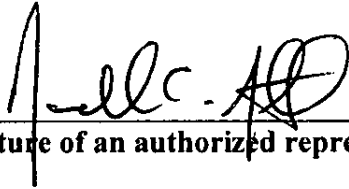
The limited liability company is to be managed by a manager or managers. The names and addresses of the initial managers are Jeff Thompson, 1100 Satellite Boulevard, Suwanee, Georgia 30024; Brian Anderson, 5550 W Executive Drive, Suite 230, Tampa, FL 33609; Phillip Dingle, 5550 W Executive Drive, Suite 230, Tampa, FL 33609; and Harold Blue, 126 E. 56th Street, 10th Floor, New York, NY 10022.

**ARTICLE IV – Effective Date and Time:**

The effective date and time of the commencement of the Limited Liability Company is 11:59 p.m. on December 31, 2012.

*[Remainder of this page intentionally left blank; signatures to follow.]*

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 27th day of December 2012.



\_\_\_\_\_  
**Signature of 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.)

\_\_\_\_\_  
Darrell C. Smith, Esq.

**Typed or printed name of signee**

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

2012 DEC 28 AM 11:36

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

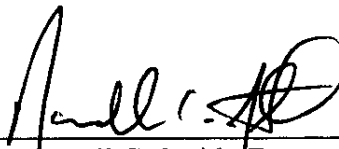
1. The name of the limited liability company is **Enaltus, LLC**.
2. The name and the Florida street address of the registered agent are:

Darrell C. Smith, Esq.  
101 East Kennedy Boulevard  
Suite 2800  
Tampa, Florida 33602

2012 DEC 28 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

*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.*



\_\_\_\_\_  
Darrell C. Smith, Esq.  
Registered Agent