

L13000038298

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

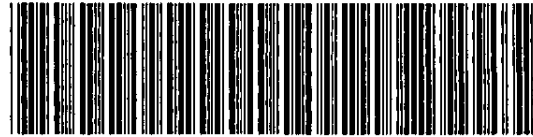
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

MAR 13 2013

L. SELLERS

Office Use Only



500245564205

03/11/13--01002--022 **180.00

FILED
13 MAR 11 AM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Orshan, Lithman, Seiden, Ramos, Hatton, Huesmann & Fajardo, LLP
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

150 Alhambra Circle
Suite 1150
Coral Gables, Florida 33134

Tel: (305) 858-0220
Fax: (305) 854-6810

Attorneys at Law

Robert D. Orshan
Robert P. Lithman
Jan K. Seiden
Jorge H. Ramos
David L. Hatton
Nicole J. Huesmann
Ariana Fajardo

Jamie Segal Davis
Rachel Klastorin Samek
Jeffrey M. Seiden
Steven P. Spann

March 7, 2013

VIA REGULAR MAIL

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: American Explorer Tours Inc. to American Explorer Tours LLC

Dear Sir or Madam:

Enclosed for filing are the original and one copy of the Certificate of Conversion for "Other Business Entity" into a Florida Limited Liability Company for the above mentioned company along with the Articles of Organization for American Explorer Tours LLC.

Also, enclosed is a check in the amount of \$180.00, which covers the fee for filing and a certified copy. Please return the certified copy of the Certificate and Articles as soon as possible via regular mail.

Your early attention to this matter will be appreciated. Please call with any questions or additional requirements.

Very truly yours,



Nicole J. Huesmann

Enclosures/ra

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:

American Explorer Tours, 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 April 13, 2005

(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**:

American Explorer Tours LLC

(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 currently organized, formed or incorporated.

FILED
13 APR 15 2:15
STATE
FLORIDA

Signed this 5th day of March 2013.

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: Suely Auerbach Title: Manager

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: Suely Auerbach Title: President

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)

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

Suely Auerbach
2206 Hollywood Blvd.
Hollywood, FL 33020

MGR

Monique Moundy Rives
19 Rue de Pourrenque
33150 Fenouillet France

(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.)

Suely Auerbach

Typed or printed name of signee