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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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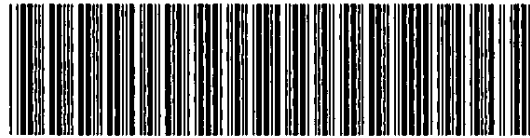
(Business Entity Name)

(Document Number)

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TALLAHASSEE FLORIDA

APR 30 2013

D. BRUCE

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HOOKER & TIBBETTS, 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:

ROBERT KAPUSTA, JR.

(Contact Person)

FISHER & SAULS, P.A.

(Firm/Company)

100 Second Avenue South, Suite 701

(Address)

St. Petersburg, FL 33701

(City, State and Zip Code)

rkapusta@fishersauls.com

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

For further information concerning this matter, please call:

Robert Kapusta

(Name of Contact Person)

at (727)

822-2033

(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

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION
FOR
FLORIDA PROFIT CORPORATION
(the "Other Business Entity")
INTO A
FLORIDA LIMITED LIABILITY COMPANY**

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following domestic corporation into a Florida Limited Liability Company in accordance with Section 607.1112, 607.1113 and 608.439, Florida Statutes.

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

HOOKER & TIBBETTS, INC.

098000091215

2. The Other Business Entity is a Florida for profit corporation first organized under the laws of Florida on October 27, 1998.

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

HOOKER & TIBBETTS, LLC

4. This conversion is effective as of March 31, 2013.

5. 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 Section 608.439 Florida Statutes in effecting the conversion.

6. The Corporation currently exists on the official records of Florida, the jurisdiction under which it is currently organized, formed or incorporated.

Individuals signing affirm that the facts stated in this document are true. Any false information constitutes a third degree felony as provided in Section 817.155 Florida Statutes.

Signed this 31st day of March, 2013.

HOOKER & TIBBETTS, INC.

By: 

Kyle D. Hooker, as its President

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TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION

OF

HOOKER & TIBBETTS, LLC

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act (the "Act"), hereby adopts the following Articles of Organization.

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Company is HOOKER & TIBBETTS, LLC, and its principal office and mailing address is 695 31st Street South, St. Petersburg, FL 33712.

ARTICLE 2: DURATION

The duration of the Company is perpetual.

ARTICLE 3: PURPOSE

This Company has been organized for any lawful purpose under Florida law, except that special statutes for the regulation and control of specific types of business shall control when in conflict herewith.

ARTICLE 4: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is located at 695 31st Street South, St. Petersburg, Florida 33712 and the name of the initial registered agent is Dan Bowman.

ARTICLE 5: MANAGEMENT; INITIAL MEMBERS

The management of the Company shall be vested in one or more managers of the Company, as from time to time elected by the members of the Company who may, but need not, be a member. The number of managers may either be increased or decreased from time to time by agreement by the members, but shall never be less than one. The name and address of the initial manager is:

NAME

ADDRESS

Kyle D. Hooker

695 31st Street South, St. Petersburg, Florida 33712

Prepared by:
Robert Kapusta, Jr., Esq.
FBN 441538
Fisher & Sauls, P.A.
P.O. Box 387
St. Petersburg, FL 33731
(727) 822-2033

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FLORIDA

ARTICLE 6: LIMITATION OF AGENCY AUTHORITY OF MEMBERS

Pursuant to Section 608.4235 of the Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

ARTICLE 7: ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as a member unless the members (as set forth in the Operating Agreement) consent in writing to the admission of the additional member.


ARTICLE 8: OPERATING AGREEMENT

Any Operating Agreement (as defined in Section 608.402(24) of the Act) relating to the Company must be in writing and signed by all of the members. The power to adopt, alter, amend or repeal the Operating Agreement of this Limited Liability Company shall be vested in the members of the Company, as set forth in the Operating Agreement.

ARTICLE 9: TRANSFERABILITY OF MEMBER'S INTEREST

The beneficial interest of a member of this Company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement.

31st IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this day of March, 2013.



KYLE D. HOOKER

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TALLAHASSEE FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated limited liability company at a place designated in the Articles of Organization of HOOKER & TIBBETTS, LLC, set forth above, 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.

Dated this 31st day of March, 2013.


Dan Bowman, Registered Agent

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