

L13000147791

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

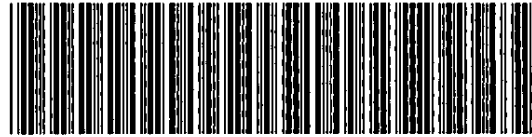
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Certified Copies _____ Certificates of Status _____

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Conversion

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2013 OCT 18 AM 9:57
TALLAHASSEE, FL 32304

J. SAULSBERRY
EXAMINER

OCT 21 2013

CERTIFICATE OF CONVERSION

OF

ALICEA ENTERPRISES INC.

Florida Document No. P06000126066

THIS CERTIFICATE OF CONVERSION, is made and adopted as of the 9th day of October, 2013, by **ALICEA ENTERPRISES INC.**, a Florida corporation (the "**Converting Corporation**"), to reflect the terms of the conversion of the Converting Corporation into a Florida limited liability company to operate under the name **ALICEA ENTERPRISES LLC** (the "**Converted LLC**").

ARTICLE I
COMPLIANCE WITH APPLICABLE LAWS

P06000126066
10-2-06

The Converting Corporation is being converted into the Converted LLC in compliance with Chapters 607 and 608 of the Florida Statutes.

ARTICLE II
NECESSARY APPROVALS OF SHAREHOLDERS AND DIRECTORS

This conversion of the Converting Corporation into the Converted LLC has been approved by all of the directors and shareholders of the Converting Corporation in compliance with Chapter 607 of the Florida Statutes.

ARTICLE III
EFFECTIVE DATE OF CONVERSION

This conversion of the Converting Corporation into the Converted LLC shall become effective upon filing with the Florida Department of State.

ARTICLE IV
ADDRESS OF PRINCIPLE OFFICE OF CONVERTING CORPORATION
AND CONVERTED LLC

The address of the principle office of the Converting Corporation and the Converted LLC is as follows:

18964 N. Dale Mabry HWY, Suite 102
Lutz, FL 33548

ARTICLE V
SHAREHOLDER APPRAISAL RIGHTS

The Converted LLC has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Sections 607.1301 through 607.1333 of the Florida Statutes.

ARTICLE VI
FORMATION DATE AND JURISDICTION OF CONVERTING CORPORATION

The Converting Corporation was formed on or about October 2, 2006, as a Florida corporation.

ARTICLE VII
ARTICLES OF ORGANIZATION OF CONVERTED LLC

The Articles of Organization of the Converted LLC shall, upon the Conversion becoming effective, and thereafter until the same shall be altered, amended or repealed, be the Articles of Organization attached hereto as **Exhibit 1**.

ARTICLE VIII
NAME OF CONVERTING CORPORATION

The name of the Converting Corporation immediately prior to the filing of this Certificate of Conversion is:

Alicea Enterprises Inc.

ARTICLE IX
NAME OF CONVERTED LLC

The name of the Converted LLC as set forth in its current Articles of Organization is:

Alicea Enterprises LLC

IN WITNESS WHEREOF, the Converting Corporation has signed this Certificate of Conversion as of the day and year first above written.

ALICEA ENTERPRISES INC.

By: _____

Thomas Faust, its President

2013 OCT 18 AM 9:57
STATE OF FLORIDA
TALLAHASSEE

ARTICLES OF ORGANIZATION

OF

ALICEA ENTERPRISES LLC

ARTICLE I

Conversion from Prior Entity

The Limited Liability Company is being organized pursuant to a statutory plan of conversion of the Limited Liability Company from a Florida Corporation known as Alicea Enterprises Inc. formed on October 2, 2006, into a Florida Limited Liability Company with the name and other characteristics set forth herein.

ARTICLE II

Name

The name of the Limited Liability Company is:

ALICEA ENTERPRISES LLC

ARTICLE III

Address

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

18964 N. Dale Mabry HWY, Suite 102
Lutz, FL 33548

ARTICLE IV

Duration

The period of duration for the Limited Liability Company is perpetual.

ARTICLE V

Management

The Limited Liability Company is to be manager managed. The initial Manager of the Limited Liability Company is Yevgeniya W. Prater.

ARTICLE VI

Registered Agent and Registered Address

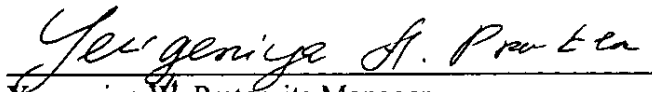
The name and the street address of the registered agent are:

EXHIBIT 1

Daniel G. Musca, Esq.
Tampa Law Source, P.A.
13139 W. Linebaugh Ave., Suite 101
Tampa, Florida 33626

ARTICLE VII
Indemnification

The Limited Liability Company shall, to the full extent permitted by Section 608.4229 of the Florida Limited Liability Company Act, as amended from time-to-time, indemnify all persons whom it may indemnify pursuant thereto. The indemnification provided by this Article VII shall not limit or exclude any rights, indemnities or limitations of liabilities to which any person may be entitled, whether as a matter of law, under the Operating Agreement of the Limited Liability Company, by other agreement or otherwise.



Yevgeniya W. Prater, its Manager

Date: October 9, 2013

(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.)

ACCEPTANCE AND AFFIRMATION BY 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.


Daniel G. Musca, Registered Agent

Date: October 9, 2013

FILED
2013 OCT 18 AM 9:57
TAMPA COUNTY, FLORIDA