

L13000175488

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

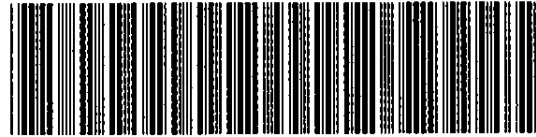
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300254438443

12/20/13--01016--008 **5.00

12/19/13--01002--003 **180.00

RECEIVED
DEPARTMENT OF STATE
13 DEC 18 PM 4:33

FILED
2013 DEC 18 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEC 20 2013

T. HAMPTON

561-194-3101

CORP DIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-23

CONTACT: Kim Weidenbach

DATE: 12/18/13

REF. #:

CORP. NAME: BOOKIT.COM, INC. converting into; BOOKIT OPERATING LLC

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input checked="" type="checkbox"/> OTHER: CONVERSION FILING | | |

STATE FEES PREPAID WITH CHECK# 7001759 FOR \$ 180.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 19, 2013

CORPDIRECT AGENTS INC
KIM WEIDENBACH

SUBJECT: BOOKIT OPERATING LLC
Ref. Number: W13000069175

We have received your document for BOOKIT OPERATING LLC and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Organization, if any.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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.

Tammy Hampton
Regulatory Specialist III

Letter Number: 013A00028799

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 into a Florida with Section 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: BOOKIT.COM, INC. (the "Corporation")

2. The "Other Business Entity" is a corporation first incorporated under the laws of Florida on November 3, 2000.

3. The name of the Florida limited liability company as set forth in the attached Articles of Organization: BOOKIT OPERATING LLC

4. The effective date of the conversion is December 18, 2013.

5. The plan of conversion was approved by the Corporation in accordance with the Florida Business Corporation Act.

[Signature Page Follows]

FILED
2013 DEC 18 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 18th day of December, 2013.

Signature of Authorized Representative of Limited Liability Company:

BOOKIT OPERATING LLC

By: AL

Name: Arthur P. Finlaw

Title: Authorized Representative

Signature on behalf of Other Business Entity:

BOOKIT.COM, INC.

By: AL

Name: Arthur P. Finlaw

Title: President and CEO

FILED

2013 DEC 18 PM 1:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
BOOKIT OPERATING LLC
(A Florida Limited Liability Company)

ARTICLE I
NAME

The name of the limited liability company (the "Company") is: BookIt Operating LLC

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Company are: 14251 Panama City Beach Parkway, Panama City Beach, FL 32413.

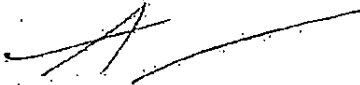
ARTICLE III
DURATION

The effective date for the Company shall be the date of filing of these Articles of Organization with the Florida Secretary of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Company's initial registered agent are: Arthur P. Finlaw, 14251 Panama City Beach Parkway, Panama City Beach, FL 32413.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 18th day of December, 2013.



Arthur P. Finlaw,
Authorized representative

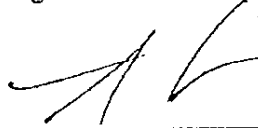
FILED
2013 DEC 18 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **BOOKIT OPERATING LLC**, a Florida limited liability company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and the undersigned is familiar with and accepts the obligations of his position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Acceptance this 18th day of December, 2013.



Arthur P. Finlaw

FILED
2013 DEC 18 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA