

L14000032962

(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



500258214765

04/01/14--01001--019 **2035.00

TO ADVANCE
SUFFICIENCY & FILING

2014 MAR 31 PM 4:29

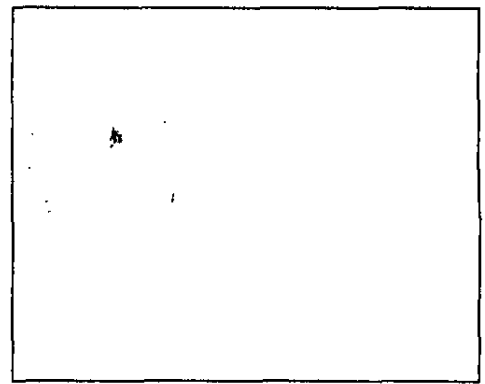
2014 MAR 31 AM 9:59

B. BOSTICK

APR - 1 2014

EXAMINER

FLORIDA RESEARCH & FILING SERVICES, INC.
1211 CIRCLE DRIVE
TALLAHASSEE, FL 32301
PHONE (850)364-8000



OFFICE USE ONLY

WALK-IN

ENTITY NAME:

YOU FIT NINE, LLC

CK# 6409 FOR \$2035.00 (\$185.00 for this filing)

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

XXX CERTIFIED COPY

___ STAMPED COPY

XXX CERTIFICATE OF STATUS

2014 JUN 21 10:11 AM
CLERK OF COURT
JULY 14 2014

Examiner's Initials

Certificate of Conversion
converting a
Florida Corporation
("Other Business Entity")
into a
Florida Limited Liability Company

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Florida corporation into a Florida Limited Liability Company in accordance with Section 605.1045, Florida Statutes and Section 607.1113, Florida Statutes.

1. The name of the Florida corporation ("Other Business Entity") immediately prior to the filing of this Certificate of Conversion is: **You Fit Nine, Inc. (Document No. P09000100817).**

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Florida on 12/16/2009.

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

YOU FIT NINE, LLC

4. Pursuant to the terms and conditions of the conversion effectuated by this Certificate of Conversion, the shares of You Fit Nine, Inc. shall be cancelled and extinguished and in exchange the shareholders of You Fit Nine, Inc. shall receive and be considered to have received membership interests in You Fit Nine, LLC equal in proportion to the shares they held in You Fit Nine, Inc.

5. The conversion will be effective on the date of filing with the Florida Department of State of this Certificate of Conversion.

6. The plan of conversion has been approved in accordance with ss. 605.1041-605.1046.

7. The Florida Limited Liability Company has agreed to pay any shareholders of the "Other Business Entity" having appraisal rights the amounts to which they are entitled under SS. 607.1301-607.1333.

IN WITNESS WHEREOF, the undersigned authorized representative of a member of the Florida Limited Liability Company has executed this Certificate of Conversion for the uses and purposes therein stated on this 31st day of March, 2014.



Rick Berks
Authorized Representative of a Member

IN WITNESS WHEREOF, the undersigned officer of the Florida corporation, which is the Other Business Entity, has executed this Certificate of Conversion for the uses and purposes therein stated on this 31st day of March, 2014.



Rick Berks
President
You Fit Nine, Inc.

ARTICLES OF ORGANIZATION

OF

YOU FIT NINE, LLC

The undersigned authorized representative hereby executes these Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this limited liability company (the "Company") shall be:

You Fit Nine, LLC

ARTICLE II

Principal Office and Mailing Address

The address of the principal office of the Company shall be:

1350 E. Newport Center Drive, Suite 200
Deerfield Beach, Florida 33442

The mailing address of the Company shall be:

6475 1st Avenue South
St. Petersburg, Florida 33707

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 6475 1st Avenue South, St. Petersburg, Florida 33707, and the initial registered agent of the Company at such office shall be Christy B. Stross. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Initial Manager

The name and street address of the initial manager of the Company shall be:

Rick Berks

1350 E. Newport Center Drive, Suite 200
Deerfield Beach, Florida 33442

ARTICLE V

Operating Agreement

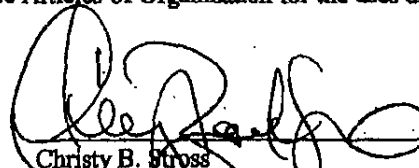
The power to adopt the operating agreement of the Company, to alter, amend or repeal the operating agreement of the Company, or to adopt a new operating agreement, shall be vested in the members of the Company. The operating agreement of the Company shall be for the governance of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

ARTICLE VI

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned authorized representative, pursuant to Section 605.0201, Florida Statutes, has executed these Articles of Organization for the uses and purposes therein stated this 31st day of March, 2014.

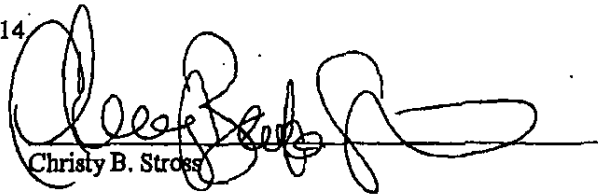

Christy B. Stross
Authorized Representative

YOU FIT NINE, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 31st day of March, 2014


Christy B. Stross

FILED
2014 MAR 31 A 10:58
CLERK OF THE COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
IN FLORIDA