

L14000089071

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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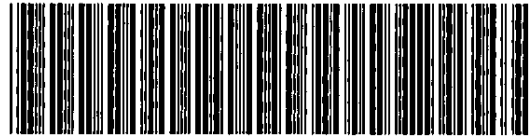
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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JULIA A. BOSTICK

B. BOSTICK

JUN - 3 2014

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: AUDIOHOLICS L.L.C.

(Name of Resulting Florida Limited Company)

The enclosed Articles 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. 605.1045, F.S.

Please return all correspondence concerning this matter to:

DAVID R. ELLIS

(Contact Person)

DAVID R. ELLIS, ATTORNEY

(Firm/Company)

3233 EAST BAY DRIVE, SUITE 101

(Address)

LARGO, FLORIDA 33771

(City, State and Zip Code)

ellislaw@alum.mit.edu

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

For further information concerning this matter, please call:

DAVID R. ELLIS

at (**727**) **531-1111**

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$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
CLERK OF CIRCUIT COURT

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

The Articles 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.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:
AUDIOHOLICS L.L.C.

(Enter Name of Other Business Entity)

M04 0000003183

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)

Delawre

First organized, formed or incorporated under the laws of _____
on June 7, 2004 8-6-2004 (Enter state, or if a non-U.S. entity, the name of the country)
(date of organization, formation or incorporation)

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

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to date of receipt or filed date 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.)

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

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Signed this _____ day of May 2014

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Gene Dellasala
Printed Name: Gene Dellasala Title: President/owner

Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: [Signature]
Printed Name: Bertie C. Dellasala Title: Accounts Manager/owner

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:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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TALLAHASSEE, FLORIDA

Signed this _____ day of May 2014

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Gene DellaSala
Printed Name: Gene DellaSala Title: President/owner

Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: Bertha C. DellaSala
Printed Name: Bertha C. DellaSala Title: Accounts Manager, Caret

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:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
AUDIOHOLICS, L.L.C.

The undersigned subscribers to these Articles of Organization, each a natural person competent to contract, hereby undertake to form a Limited Liability Company under the Laws of the State of Florida.

ARTICLE I - NAME

The name of the Limited Liability Company shall be:

AUDIOHOLICS, L.L.C.

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this Limited Liability Company is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Limited Liability Company is to be:

10923 Rain Lily Pass
Pasco County
Land O' Lakes, FL 34638

and the name of the initial registered and resident agent of this Limited Liability Company at that address is Gene DellaSala.

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ARTICLE IV - ADDRESS

The initial street address of the principal office of the Company is to be:

10923 Rain Lily Pass
Pasco County
Land O' Lakes, FL 34638

ARTICLE V - EFFECTIVE DATE AND DURATION

These Articles of Organization shall be effective on the date of filing with the Secretary of State's Office and shall continue in effect until dissolution in accordance with the provisions of the Limited Liability Company Act.

ARTICLE VI - ADDITIONAL MEMBERS

Additional members may be admitted to the Limited Liability Company upon the unanimous written consent of the then existing members. Capital contributions required of new members shall be determined as of the time of admission to the Limited Liability Company.

A member's interest in the Limited Liability Company may not be sold or otherwise transferred except upon the unanimous written consent of the members of the Limited Liability Company.

ARTICLE VII - CONTINUITY OF BUSINESS

The Limited Liability Company shall be dissolved upon the death, bankruptcy, retirement, resignation, expulsion, or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member; provided, however, that all the remaining members may consent to the continuance of the Limited Liability Company's business notwithstanding the

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death, bankruptcy, retirement, resignation, expulsion, or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member. The Limited Liability Company may be dissolved upon the unanimous written consent of the members.

ARTICLE VIII – MEMBERS

The names and address of the Members are as follows:

Gene DellaSala
Bertha DellaSala
10923 Rain Lily Pass
Land O' Lakes, FL 34638

ARTICLE IX – MANAGING MEMBERS

The names and address of the Managing Members are as follows:

Gene DellaSala
Bertha DellaSala
10923 Rain Lily Pass
Land O' Lakes, FL 34638

ARTICLE X – SUBSCRIBERS

The names and address of the Subscribers of the Articles are as follows:

Gene DellaSala
Bertha DellaSala
10923 Rain Lily Pass
Land O' Lakes, FL 34638

By Gene DellaSala
Gene DellaSala

By Bertha DellaSala
Bertha DellaSala

Date 05/20/2014

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NINTH JUDICIAL CIRCUIT
MIAMI, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named Limited Liability Company at the place designated in the Articles of Organization, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of all statutes relating to keeping open such office.

By Gene DellaSala
Gene DellaSala

Date 05/20/2014

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