

L14000193746

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

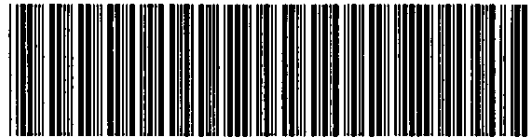
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Pos - 69156

Office Use Only

NO Cert. Requested -
Refund requested.



000265710420

11/03/14--01041--003 **52.50

12/01/14--01012--020 **160.00

EFFECTIVE DATE

11/1/2015

REGISTRY OF STATE
TALLAHASSEE, FL 32304

14 DEC -9 AM 11:00

FILED

[Signature]
12/22

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Karadon, LLC.

(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:

Don Ferraro, President

(Contact Person)

Karadon, LLC.

(Firm/Company)

PO Box 880894

(Address)

Port Saint Lucie, FL 34988

(City, State and Zip Code)

dferraro@tcparenting.com

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

For further information concerning this matter, please call:

Don Ferraro at (772) 878-5131

(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

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

FILED
14 DEC -9 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:
TREASURE COAST PARENTING MAGAZINE, INC.
(Enter Name of Other Business Entity)

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

First organized, formed or incorporated under the laws of Florida
on 07/22/2008
(date of organization, formation or incorporation)
(Enter state, or if a non-U.S. entity, the name of the country)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
Karadon, LLC.
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date. 01/01/2015
(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 all applicable statutes.

EFFECTIVE DATE
1/1/2015

Signed this 9 day of December 2014.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Don Ferraro
Printed Name: Don Ferraro Title: President

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

Signature: Kara Ferraro
Printed Name: Kara Ferraro Title: Publisher

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)

FILED
14 DEC -9 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

EFFECTIVE DATE

11/12/2015

ARTICLE I - Name:

The name of the Limited Liability Company is:

Karadon, LLC.

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

Mailing Address:

Karadon, LLC.

5808 NW Rose Petal Court Suite 200

Port Saint Lucie, FL 34986

Karadon, LLC.

PO Box 880894

Port Saint Lucie, FL 34988

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

Don Ferraro

Name

5808 NW Rose Petal Court Suite 200

Florida street address (P.O. Box **NOT** acceptable)

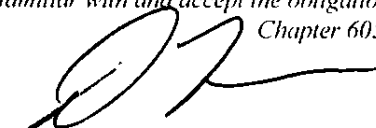
Port Saint Lucie

FL 34986

City

Zip

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 as provided for in Chapter 605, F.S.


Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

AMBR

Name and Address:

Don Ferraro

5808 NW Rose Petal Court Suite 200

Port Saint Lucie, FL 34986

Kara Ferraro

5808 NW Rose Petal Court Suite 200

Port Saint Lucie, FL 34986

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: January 1st, 2015 (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

ARTICLE VI: Other provisions, if any.

1. All corporate stock for Treasure Coast Parenting Magazine, Inc. will be converted into Karadon, LLC membership interest.
2. Kara F Ferraro will be granted 50% of the Karadon, LLC membership interest.
3. Don R Ferraro will be granted 50% of the Karadon, LLC membership interest.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 605.0203 (1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Don Ferraro

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

FILED
14 DEC -9 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Karadon, LLC.
PO Box 880894
Port St. Lucie, FL 34988
772-878-5131

Plan of Conversion

Dated: Tuesday, October 28, 2014

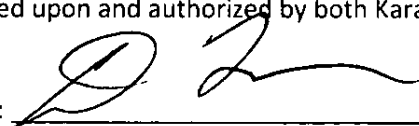
Please note, effective January 1st, 2015, Treasure Coast Parenting Magazine, Inc., whereas Kara Ferraro owns 100% of the corporate stock, will be converted to Karadon, LLC., in accordance with in accordance Florida Statutes s. 607.

The terms and conditions of the conversion include:

1. All corporate stock for Treasure Coast Parenting Magazine, Inc. will be converted into Karadon, LLC membership interest.
2. Kara F Ferraro will be granted 50% of the Karadon, LLC membership interest.
3. Don R Ferraro will be granted 50% of the Karadon, LLC membership interest.
4. Kara F Ferraro will be named Chief Executive Officer of Karadon, LLC.
5. Don R Ferraro will be named President of Karadon, LLC.
6. Karadon, LLC will conduct any and all lawful business including, but not limited to, the publishing of Treasure Coast Parenting Magazine.

The aforementioned plan of conversion of Treasure Coast Parenting Magazine, Inc. into the newly formed Karadon, LLC is agreed upon and authorized by both Kara F Ferraro and Don R Ferraro.

Signed: _____



Printed Name: Don R Ferraro

Date: Tuesday, October 28, 2014

Signed: _____



Printed Name: Kara F Ferraro

Date: Tuesday, October 28, 2014

FILED
14 DEC -9 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA