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conversion

1.

Chizel Tit Studio, Inc.

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 1, 2015

CORPORATE ACCESS, INC.

SUBJECT: CHIZEL FIT STUDIO, LLC
Ref. Number: W15000022519

Corrected

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We have received your document for CHIZEL FIT STUDIO, LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

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.

Karen A Saly
Regulatory Specialist II

Letter Number: 715A00006441

**ARTICLES OF CONVERSION
FOR
CHIZEL FIT STUDIO, INC.
(a Florida corporation)
INTO
CHIZEL FIT STUDIO, LLC
(a Florida Limited Liability Company)**

FILED
2015 APR -1 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Conversion and attached Articles of Organization are submitted to convert the following Florida Profit Corporation into a Florida Limited Liability Company in accordance with Section 605.1045, Florida Statutes.

1. The name of the Florida Profit Corporation immediately prior to filing the Articles of Conversion is: **CHIZEL FIT STUDIO, INC.**
2. The Florida Profit Corporation is a corporation first organized, formed or incorporated under the laws of Florida on August 11, 2014.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: **CHIZEL FIT STUDIO, LLC**
4. This conversion shall be effective in Florida on the date of filing.
5. The plan of conversion has been approved in accordance with all applicable statutes.

Signed this 30 day of March, 2015.

CHIZEL FIT STUDIO, LLC

By: 

Paul Messina, Manager

By: 

Julie Rizco, Manager

CHIZEL FIT STUDIO, INC.

By: 

Paul Messina, President

Prepared by:
Peter A. Rivellini, Esq.
Johnson, Pope, Bokor, Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33756
(727) 461-1818
Bar No. 67156

**ARTICLES OF ORGANIZATION
OF
CHIZEL FIT STUDIO, LLC**

FILED
2015 APR -1 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"); hereby forms a limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

**ARTICLE I
Name**

The name of this Company shall be: CHIZEL FIT STUDIO, LLC.

**ARTICLE II
Place of Business**

The principal place of business and the mailing address of this Company shall be 2837 Saber Drive, Clearwater, Florida 33759, and such other place or places as may be designated by the manager from time to time.

**ARTICLE III
Registered Agent and Office**

The initial registered agent for this Company shall be Paul Messina and the address of the registered agent for service of process shall be 2837 Saber Drive, Clearwater, Florida 33759.

**ARTICLE IV
Management of Business**

The Company shall be manager-managed. The initial managers shall be Paul Messina and Julie Rizco, whose address is 2837 Saber Drive, Clearwater, Florida 33759.

The undersigned has executed these Articles of Organization this 30th day of March, 2015.



PAUL MESSINA, authorized representative

Prepared By:

Peter A. Rivellini, Esquire
Johnson, Pope, Bokor, Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33756
(727) 461-1818
Bar No. 0067156

CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 2837 Saber Drive, Clearwater, Florida 33759, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated this 30th day of March, 2015.



PAUL MESSINA

#2348090_1

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2015 APR -1 AM 10:16
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TALLAHASSEE, FLORIDA