

L16000139679

(Requestor's Name)

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(Address)

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(Business Entity Name)

(Document Number)

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16 JUL 25 AM 10:21

JUL 28 2016

T. SCOTT

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Icemans Thunder 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:

Phillip Moeller

(Contact Person)

Calandrino Law Firm, P.A.

(Firm/Company)

214 S. Park Ave. Ste. B

(Address)

Winter Park, FL 32789

(City, State and Zip Code)

philml@floridabusinesslaw.com

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

For further information concerning this matter, please call:

Phillip Moeller

at (407) 621-4200

(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



July 18, 2016

*Via Regular Mail*

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**SPECIAL ATTENTION NEEDED**

Dear Sir/Madam:

I have enclosed check number 80630 in the amount of \$150.00 for conversion and for Articles of Organization. Please see our original request from July 8, 2016 (see attached). Please supplement this check with our original request and refund the \$55.00 from check number 80628 that was deposited on June 12, 2016.

Should you have any questions or concerns in this regard, please contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Melanie Johnston".

Melanie M. Johnston  
Paralegal

Enclosure

RECEIVED  
16 JUL 25 AM 11:43  
TALLAHASSEE, FLORIDA

**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:  
Icemans Thunder LLC

(Enter Name of Other Business Entity)

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.)

First organized, formed or incorporated under the laws of Maryland  
on January 11, 2012 (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:

Icemans Thunder LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: July 7, 2016

(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.**)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. The plan of conversion has been approved in accordance with all applicable statutes.

16 JUL 25 AM 10:22

Signed this 21<sup>st</sup> day of June 2016

**Signature of Authorized Representative of Limited Liability Company:**

Signature of Authorized Representative: [Signature]

Printed Name: Rebecca Malin

Title: Owner

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

Signature: [Signature]

Printed Name: Rebecca Malin

Title: Owner

Signature: [Signature]

Printed Name: [Signature]

Title: [Signature]

Signature: [Signature]

Printed Name: [Signature]

Title: [Signature]

Signature: [Signature]

Printed Name: [Signature]

Title: [Signature]

Signature: [Signature]

Printed Name: [Signature]

Title: [Signature]

Signature: [Signature]

Printed Name: [Signature]

Title: [Signature]

**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)

## **ARTICLES OF ORGANIZATION**

The undersigned, pursuant to the provisions of Chapter 605 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of Florida, sets forth the following articles of organization:

### **ARTICLE I NAME**

The name of the limited liability company is Icemans Thunder, LLC (the "Company").

### **ARTICLE II DURATION**

Unless earlier terminated under the Act or the Company's written operating agreement, the duration of the company is perpetual.

### **ARTICLE III PURPOSE**

The Company is organized for the purpose of conducting any and all business and activities permitted by the Act and any other applicable laws of the State of Florida and the United States of America. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

### **ARTICLE IV ADDRESSES**

The Company's mailing address is:

7814 Kingspointe Parkway  
Orlando, FL 32819

The Company's principal place of business is located at:

8707 Bay Harbour Blvd.  
Orlando, FL 32836

16 JUL 25 AM 10:22

**ARTICLE V  
REGISTERED OFFICE AND AGENT**


The initial registered agent, and registered office in Florida for the Company, is:

Assured Compliance Services, LLC  
214 S. Park Ave. Ste. B  
Winter Park, FL 32789

The undersigned is familiar with and accepts the duties and responsibilities as registered agent for the Company stated under § 605.0113(3), Fla. Stat.; namely, (a) to forward to the limited liability company or registered foreign limited liability company, at the address most recently supplied to the agent by the company or foreign limited liability company, a process, notice, or demand pertaining to the company or foreign limited liability company which is served on or received by the agent, and (b) if the registered agent resigns, to provide the notice required under § 605.0115(2) to the company or foreign limited liability company at the address most recently supplied to the agent by the company or foreign limited liability company.

ASSURED COMPLIANCE SERVICES, LLC

By:



Authorized Representative

**ARTICLE VI  
CAPITAL CONTRIBUTIONS**

The members may contribute capital to the Company in the manner prescribed by the Company's written operating agreement executed by all members, as it may be amended from time to time.

**ARTICLE VII  
MEMBERSHIP**

Except as expressly provided in a written operating agreement executed by all members, the Company shall have at least one member at all times and may only admit additional members upon the prior, unanimous written agreement of all then-existing members.

Notwithstanding any oral or written agreement to the contrary, a person or entity who is a prospective member of the Company does not attain status as a member unless the Company has issued a valid equity unit certificate in the name of the member that is signed by the Company's manager or other duly authorized representative. The certificate need not be sealed. The certificate may be dated on a date that is different from the date of its execution, and, if so dated, a prospective

member's status as a member is thereby made effective retroactively or prospectively according to the date written on the certificate.

#### **ARTICLE VIII CONTINUITY**

Except as expressly provided in a written operating agreement, on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Acts, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the written consent of the Company's remaining members.

#### **ARTICLE IX MANAGEMENT**

Except as expressly provided in a written operating agreement, the Company will be managed by a manager or managers.

The initial managers of the Company are Rebecca Malin and Ryan Malin.

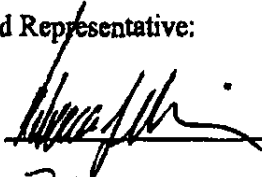
#### **ARTICLE X INDEMNITY**

Except as expressly provided in the Company's written operating agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

#### **ARTICLE XI EFFECTIVE DATE**

Pursuant to §605.0207(6)(b), Fla. Stat., the effective date of organization for the Company is July 7, 2016.

Signature of the Company's Duly Authorized Representative:

  
\_\_\_\_\_

Printed Name:

Rebecca J. Malin