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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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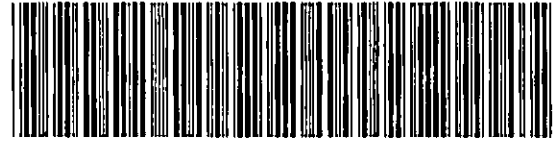
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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17 OCT -5 AM 9:26
CLERK OF SUPERIOR COURT
JANUARY 10, 2018

OCT 09 2017
T SCHROEDER

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: TEAM IMPACT FAMILY FITNESS CENTER, 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:

Daniel G. Musca, Esq.

(Contact Person)

Lexium PLLC

(Firm/Company)

10950 Sheldon Road

(Address)

Tampa, Florida 33626

(City, State and Zip Code)

~~eddie25-ayala24@yahoo.com~~

Eddie Ayala 24@yahoo.com

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

For further information concerning this matter, please call:

Daniel G. Musca

at (813) 814-0700

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

☐ \$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:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

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:
TEAM IMPACT FAMILY FITNESS CENTER, INC. 912-52998
(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 the State of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on June 11, 2012
(date of organization, formation or incorporation)

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

4. If not effective on the date of filing, enter the effective date: _____
(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)

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.

6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

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JUDICIAL CIRCUIT IN AND FOR
FLORIDA

Signed this 3rd day of October 2017

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: X

Printed Name: Eddie Ayala

Title: Manager

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

Signature: X

Printed Name: Eddie Ayala

Title: President

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)

NOTARIAL PUBLIC
STATE OF FLORIDA

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CLERK

**ARTICLES OF ORGANIZATION
OF
TEAM IMPACT FAMILY FITNESS CENTER, LLC**

**ARTICLE I
Conversion from Prior Entity**

The Limited Liability Company is being organized pursuant to a statutory plan of conversion of a Florida Business Corporation known as Team Impact Family Fitness Center, Inc., formed on June 11, 2012, into a Florida Limited Liability Company with the name and other characteristics set forth herein.

**ARTICLE II
Name**

The name of the Limited Liability Company is:

TEAM IMPACT FAMILY FITNESS CENTER, LLC

**ARTICLE III
Address**

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

13502 Village Park Drive, Suite 100
Orlando, FL 32837

**ARTICLE IV
Purpose**

The purpose of the Limited Liability Company is to operate a fitness center and any and all other lawful business appropriate for a limited liability company.

**ARTICLE V
Duration**

The period of duration for the Limited Liability Company is perpetual.

**ARTICLE VI
Management**

The Limited Liability Company is to be manager managed. The initial Managers of the Limited Liability Company are:

Saturnino Ayala
Eddie Ayala
A.N. Sharfuddin

ARTICLE VII

EXHIBIT 1

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CLERK OF DISTRICT COURT
JANUARY 17 09/09/16

ARTICLE VI
FORMATION DATE AND JURISDICTION OF CONVERTING CORPORATION

The Converting Corporation was formed on June 11, 2012, as a Florida for-profit corporation.

ARTICLE VII
ARTICLES OF ORGANIZATION OF CONVERTED LLC

The Articles of Organization of the Converted LLC shall, upon the Conversion becoming effective, and thereafter until the same shall be altered, amended or repealed, be the Articles of Organization attached hereto as **Exhibit 1**.

ARTICLE VIII
NAME OF CONVERTING CORPORATION

The name of the Converting Corporation immediately prior to the filing of this Certificate of Conversion is:

TEAM IMPACT FAMILY FITNESS CENTER, LLC

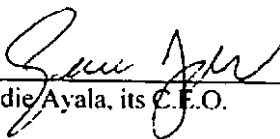
ARTICLE IX
NAME OF CONVERTED LLC

The name of the Converted LLC as set forth in its current Articles of Organization is:

TEAM IMPACT FAMILY FITNESS CENTER, INC.

IN WITNESS WHEREOF, the Converting Corporation has signed this Certificate of Conversion as of the day and year first above written.

TEAM IMPACT FAMILY FITNESS CENTER, INC.

By: 
Eddie Ayala, its C.E.O.

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CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA


Registered Agent and Registered Address

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

Eddie Ayala
13502 Village Park Drive, Suite 100
Orlando, FL 32837

ARTICLE VIII Indemnification

The Limited Liability Company shall, to the full extent permitted by Section 605.0408 of the Florida Revised Limited Liability Company Act, as amended from time-to-time, indemnify all persons whom it may indemnify pursuant thereto. The indemnification provided by this Article VIII shall not limit or exclude any rights, indemnities or limitations of liabilities to which any person may be entitled, whether as a matter of law, under the Operating Agreement of the Limited Liability Company, by other agreement or otherwise.



Eddie Ayala, its Manager

Date: July 31, 2017

(In accordance with section 605.0205, Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

ACCEPTANCE AND AFFIRMATION BY REGISTERED AGENT

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.



Eddie Ayala, Registered Agent

Date: July 31, 2017

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ORLANDO, FLORIDA