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May 21, 2018

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

Re: Conversion of California LLC into Florida LLC
The Little Circus that Could, LLC

Dear Sir/Madam:

Please find enclosed original Articles of Conversion for a California Limited Liability Company into a Florida Limited Liability Company, including the Articles of Organization for the Little Circus that Could, LLC.

Please also find enclosed a check representing the filing fee in the amount of \$150.00. Also, enclosed is a postage paid return envelope for return of a filed stamped copy.

Please call if there are any questions or problems with the above filings. Thank you for your assistance.

Sincerely,



Leigh T. Flood
Legal Assistant

/lf
Enclosures

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**ARTICLES OF CONVERSION FOR
CALIFORNIA LIMITED LIABILITY COMPANY
INTO FLORIDA LIMITED LIABILITY COMPANY**

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

1. The name of the California Limited Liability Company immediately prior to the filing of this Articles of Conversion is:

THE LITTLE CIRCUS THAT COULD, LLC
(File No. 201421310012)

2. THE LITTLE CIRCUS THAT COULD, LLC, is a limited liability company organized under the laws of the State of California, formed on **July 30, 2014**.

3. The name of the Florida Limited Liability company as set forth in the attached Articles of Organization:

THE LITTLE CIRCUS THAT COULD, LLC

4. The conversion is effective as of the date of filing.
5. The plan of conversion has been approved in accordance with all applicable statutes.

Signed this 21st day of May, 2018.

THE LITTLE CIRCUS THAT COULD, LLC
a California limited liability company

By: 
Kevin Venardos, Authorized Representative

THE LITTLE CIRCUS THAT COULD, LLC
a Florida limited liability company

By: 
Kevin Venardos, Authorized Representative

Jonathan L. Hay, Esq.
Purcell, Flanagan, Hay & Greene, P.A.
1548 Lancaster Terrace
Jacksonville, Florida 32204
(904) 355-0355
Fla. Bar No.: 456586

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18 MAY 29 PM 12:22
CLERK OF COURT
JACKSONVILLE, FLORIDA

ARTICLES OF ORGANIZATION
OF
THE LITTLE CIRCUS THAT COULD, LLC

The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida, adopts the following Articles of Organization:

Article I
Name

The name of this limited liability company shall be:

THE LITTLE CIRCUS THAT COULD, LLC

Article II
Principal Office and Mailing Address

The principal office and mailing address of this limited liability company shall be:

2711 N. SEPULVEDA BLVD. #294
MANHATTAN BEACH, CALIFORNIA 90266

Article III
Initial Registered Agent and Address

The name and street address of the initial registered agent of this limited liability company are:

CHRISTOPHER J. GREENE
1548 LANCASTER TERRACE
JACKSONVILLE, FLORIDA 32204

Article IV
Authorized Managers

The name and street address of each Manager who is initially authorized to manage and control the limited liability company are:

KEVIN VENARDOS
2711 N. SEPULVEDA BLVD. #294
MANHATTAN BEACH, CALIFORNIA 90266

Jonathan L. Hay, Esq.
Purcell, Flanagan, Hay & Greene, P.A.
1548 Lancaster Terrace
Jacksonville, Florida 32204
(904) 355-0355
Fla. Bar No.: 456586

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J. L. HAY, ESQ.

Article V
Effective Date

The existence of this limited liability company shall commence on the date these Articles are signed.

Article VI
Purposes

This limited liability company is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

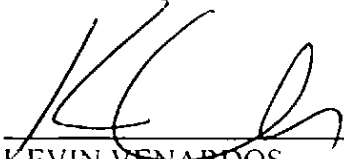
Article VII
Operating Agreement

The initial Operating Agreement of this limited liability company shall be adopted by the members. The Operating Agreement shall be adopted, altered, amended, or repealed from time to time as provided in the Operating Agreement.

Article VIII
Amendment

The members, by vote of members holding a majority of the interests in the limited liability company, shall have the right to amend or repeal any provision contained in these Articles of Organization.

The undersigned has executed these Articles of Organization the 21st day of May, 2018.



KEVIN VENARDOS
Authorized Representative

18 MAY 29 PM 12:22
CALLEJON

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN
THE STATE OF FLORIDA.

1. The name of the limited liability company is:

THE LITTLE CIRCUS THAT COULD, LLC

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

CHRISTOPHER J. GREENE
1548 Lancaster Terrace
Jacksonville, Florida 32204

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, Florida Statutes.



CHRISTOPHER J. GREENE
Registered Agent

18 MAY 29 PM 12:22
St. Johns
TALLAHASSEE