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2006 FEB 28 P 12:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(Requestor's Name)

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(City/State/Zip/Phone #)

☐

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(Business Entity Name)

L04-32620

(Document Number)

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Certificates of Status \_\_\_\_\_

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02/28/06--01031--018 \*\*113.75

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** COLLEGE LOANS DIRECT TWO, INC.  
(Name of Resulting Florida Profit Corporation)

**FILED**  
2005 FEB 28 P 12: 4  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Gary H. Baker

(Contact Person)

(Firm/Company)

3993 Arlington Drive

(Address)

Palm Harbor, FL 34685

(City, State and Zip Code)

For further information concerning this matter, please call:

Gary H. Baker

(Name of Contact Person)

at ( 727 ) 642-8946

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$105.00 Filing Fees

☐ \$113.75 Filing Fees  
and Certificate of  
Status

☒ \$113.75 Filing Fees  
and Certified Copy

☐ \$122.50 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

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Profit Corporation**

**FILED**  
2006 FEB 28 P 12:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

**COLLEGE LOANS DIRECT TWO, LLC**

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a **Limited Liability Company**  
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of **Florida**  
(Enter state, or if a non-U.S. entity, the name of the country)

on **May 26, 2005**  
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

**N/A**

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation**:

**COLLEGE LOANS DIRECT TWO, INC.**

(Enter Name of Florida Profit Corporation)

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5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_.

(The effective date: 1) cannot be prior to 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 Incorporation, if an effective date is listed therein.)

2006 FEB 28 P 12:40  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Signed this 22nd day of February, 20 06.

Signature: \_\_\_\_\_

(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: Debbe L. Johnson Title: Managing Director & President

**Fees:**

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**ARTICLES OF INCORPORATION**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

**ARTICLE I NAME**

The name of the corporation shall be:

COLLEGE LOANS DIRECT TWO, INC.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailling address is:

14102 58TH STREET NORTH  
CLEARWATER, FLORIDA 33760

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

ANY AND ALL LAWFUL BUSINESS

**ARTICLE IV SHARES**

The number of shares of stock is:

100,000 SHARES OF AUTHORIZED COMMON STOCK, \$1.00 PAR VALUE PER SHARE

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

List name(s), address(es) and specific title(s):

DEBBE L. JOHNSON, PRESIDENT AND DIRECTOR  
14102 58TH STREET NORTH  
CLEARWATER, FLORIDA 33760

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

GARY H. BAKER  
3993 ARLINGTON DRIVE  
PALM HARBOR, FLORIDA 34685

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

**ARTICLE VII INCORPORATOR**


The name and address of the Incorporator is:

DEBBE L. JOHNSON  
14102 58TH STREET NORTH  
CLEARWATER, FLORIDA 33760

\*\*\*\*\*

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

  
\_\_\_\_\_  
Signature/Registered Agent

  
\_\_\_\_\_  
Signature/Incorporator

\_\_\_\_\_  
FEBRUARY 22, 2006

\_\_\_\_\_  
Date

\_\_\_\_\_  
FEBRUARY 22, 2006

\_\_\_\_\_  
Date