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00789-02544-02671

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

(converting) 02-2374

(Document Number)

Certified Copies 1 Certificates of Status 1

Special Instructions to Filing Officer:

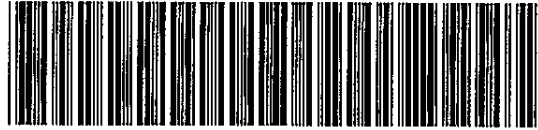
3/9 FL CORP  
conversion

06055 ACK

Office Use Only

06056 CC

WNE-8413



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TALLAHASSEE FLORIDA

M. HODGES



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 20, 2006

ROBERT BEARD  
B&B VENTURES, INC.  
2301 S CAROLINA AVENUE  
TAMPA, FL 33629

SUBJECT: B&B VENTURES, INC.  
Ref. Number: W06000008413

We have received your document for B&B VENTURES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 245-6967.

Michelle Hodges  
Document Specialist

Letter Number: 706A00011916

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** B&B Capital Ventures, Inc.  
(Name of Resulting Florida Profit Corporation)

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:

Robert K. Beard  
(Contact Person)

B&B Capital Ventures, Inc.  
(Firm/Company)

2301 S. Carolina Avenue  
(Address)

Tampa, FL 33629  
(City, State and Zip Code)

For further information concerning this matter, please call:

Robert K. Beard at ( 813 ) 341-3650 x101  
(Name of Contact Person) (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**

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:

RKB Investments, LLC LO2-2374  
(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 January 24, 2002  
(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:

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

B&B Capital Ventures, Inc.  
(Enter Name of Florida Profit Corporation)

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TALLAHASSEE FLORIDA

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.)

Signed this 10th day of February, 2006.

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

Printed Name: Robert K. Beard Title: Director

**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:

**B&B Capital Ventures, Inc.**

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/ mailing address is:

2301 S. Carolina Avenue, Tampa, FL 33629

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Any and all legal business activities

**ARTICLE IV SHARES**

The number of shares of stock is:

1,000

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

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

Robert K. Beard, 2301 S. Carolina Avenue, Tampa, FL 33629 / Director  
Barbara B. Beard, 2301 S. Carolina Avenue, Tampa, FL 33629 / Director

**ARTICLE VI REGISTERED AGENT**

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

Robert K. Beard, 2301 S. Carolina Avenue, Tampa, FL 33629

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TALLAHASSEE

**ARTICLE VII INCORPORATOR**

The **name and address** of the Incorporator is:

Robert K. Beard, 2301 S. Carolina Avenue, Tampa, FL 33629

\*\*\*\*\*

*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*

Robert K Beard  
Signature/Registered Agent

02-10-06  
Date

Robert K Beard  
Signature/Incorporator

02-10-06  
Date