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# **COVER LETTER**

TO: Registration Section Division of Corporations
SUBJECT: SPORT & STUDY 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:
SYLVIE TOURNEMIRE' (Contact Person)
SPORT & STUDY, INC (Firm/Company)
5936 MORNINGSTAR CIR #300  (Address)  DEMPAY BEACH, FL 33484  (City, State and Zip Code)
For further information concerning this matter, please call:
(Name of Contact Person) (Area Code and Daytime Telephone Number)
Enclosed is a check for the following amount:
\$105.00 Filing Fees  \$\bigsquare{1}\$
STREET ADDRESS: MAILING ADDRESS:
Registration Section Division of Corporations Clifton Building P. O. Box 6327 2661-Executive Center Circle Tallahassee, FL 32301  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 <u>and attached Articles of Incorporation</u> 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:			
SPORT & STUDY, LLC - LUA ATOT			
SPORT & STUDY, LLC - LO2 - 29567  (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 NOVEMBER 5, 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 <u>attached Articles of</u> Incorporation:			
SPORT & STUDY, INC.			
(Enter Name of Florida Profit Corporation)			

Page 1 of 2

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 5th day of February ,2007. Signature:
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or
Officers have not been selected, an Incorporator.)
Printed Name: SYLLVIE TOURNEMIRETitle: PRESIDENT FOR THE PRESIDENT
TOPING 1:19

# Fees:

Certificate of Conversion: \$35.00 Fees for Florida Articles of Incorporation: \$70.00

Certified Copy: Certificate of Status: \$8.75 (Optional)

\$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:

SPORT & STUDY, INC.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

5936 MORNINGSIDE CIR. #306 DELRAY BEACH, FL 33484

### ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

ANY AND ALL LAWFUL BUSINESS

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SECIFICATION OF STATE
SECIFICATION OF STATE
SECONDARY OF STATE
SECONDA

### ARTICLE IV SHARES

The number of shares of stock is:

100

### ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

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

SYLVIE TOURNEMIRE, PRESIDENT 5936 MORNINGSTAR CIR #306 DEL RAY BEACH, FL 33484

THIERRY TOURNEMIRE, VICE-PRESIDENT 5936 MORNINGSTAR CIR # 306
DELRAY BEACH, FL 33484

## ARTICLE VI REGISTERED AGENT

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

SYLVIE TOURNEMIRE 5936 HORNINGSTAR CIR # 3006 DELRAY BEACH, FL 33484

<u>ARTICLE VII INCORPORATOR</u>	
The <u>name and address</u> of the Incorporator is:	
SYLVIE TOURNEHIRE 5936 MORNINGSTAR CIR. #30 DELRAY BEACH, FL 33484	) (
Having been named as registered agent to accept service of prodesignated in this certificate, I am familiar with and accept the approacity  Signature/Registered Agent  Signature/Ineofporator	Feb 5 <sup>44</sup> , Date  Feb 5 <sup>44</sup> , Date
	8 AM 11: 19 ASSEE, FLORIDA