

P08000062832

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Rainer GAVE
AUTHORIZATION BY PHONE TO
CORRECT name (INC)
DATE 6/30/08
DOC. EXAM. _____

Office Use Only



700130256177

06/19/08--01017--010 **105.00

FILED
08 JUN 30 PM 2:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

N. Collins JUN 30 2008

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SIMPLY CINEMATIC LLC
(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:

RAINER FLOR
(Contact Person)

SIMPLY CINEMATIC LLC
(Firm/Company)

520 N. ORLANDO AVE
(Address)

WINTER PARK, FL 32789
(City, State and Zip Code)

For further information concerning this matter, please call:

RAINER FLOR at (407) 808-4827
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input checked="" type="checkbox"/> \$105.00 Filing Fees | <input type="checkbox"/> \$113.75 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$113.75 Filing Fees
and Certified Copy | <input type="checkbox"/> \$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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 20, 2008

RAINER FLOR
520 N. ORLANDO AVENUE
WINTER PARK, FL 32789

SUBJECT: SIMPLY CINEMATIC, INC.
Ref. Number: W08000029983

We have received your document for SIMPLY CINEMATIC, INC. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Certificate of Conversion must state the effective date of the conversion. The effective date cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date of the conversion under the laws governing the other business entity.

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) 245-6067.

Neysa Culligan
Document Specialist

Letter Number: 108A00037680

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08 JUN 30 PM 2:50

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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:

SIMPLY CINEMATIC LLC

LD6-103878

(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 10/25/06

(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:**

SIMPLY CINEMATIC, INC.


(Enter Name of Florida Profit Corporation)

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 27th day of June, 20 08.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: 

Printed Name: Rainer Flor Title: Director

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

Signature: 

Printed Name: Rainer Flor Title: Director

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

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.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

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
OF
SIMPLY CINEMATIC, INC.

FILED

08 JUN 30 PM 2:50

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I
Name

Section 1.1. Name. The name of this corporation shall be SIMPLY CINEMATIC, INC.

Article II
Principal Office and Mailing Address

Section 2.1. Principal Office and Mailing Address. The principal place of business and mailing address of this corporation shall be 520 North Orlando Avenue., Suite #45, Winter Park, Florida 32789

Article III
PURPOSE

Section 3.1. Purpose. This corporation is organized for the purpose of transacting or all lawful business permitted under the laws of the United States of America and of the State of Florida

Article IV
SHARES

Section 4.1. Capital Stock. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

Section 4.2. Restriction on Transfer of Stock. The shareholders may, by law provision, by shareholders' agreement recorded in the minute book or by endorsement on each stock certificate, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Section 4.3. Approval of Shareholders Required for Merger. The approval of the shareholders holding sixty percent (60%) or more of the capital stock of this corporation eligible to vote to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

Article V
INITIAL OFFICERS AND /OR DIRECTORS

Section 5.1. Name and Address. The name and address of the initial director of this Corporation is:

Rainer Flor
520 North Orlando Avenue
Suite #45
Winter Park, Florida 32789

Article VI
REGISTERED AGENT

Section 6.1. Name and Address. The name and street address of the registered agent of this corporation is:

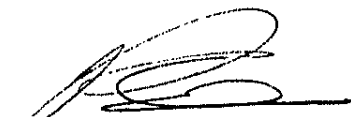
Rainer Flor
520 North Orlando Avenue
Suite #45
Winter Park, Florida 32789

Article VII
INCORPORATOR


Section 5.1. Name and Address. The name and street address of the incorporator of this corporation is:

Rainer Flor
520 North Orlando Avenue
Suite #45
Winter Park, Florida 32789

.....
Having been named as registered agent to accept service of process for the above stated corporation at the place designed 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

6/27/08
Date

6/27/08
Date

SECRETARY OF STATE
TALLAHASSEE FLORIDA

08 JUN 30 PM 2:50

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