

PO8000083720

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

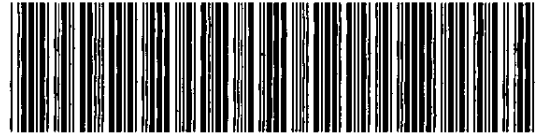
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100135323451

09/09/08--01002--003 **113.75

PO8-83720
Cert of Conv.
to corp
CWS

Need
title of officer

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 SEP -9 PM 12:25

FILED

N. CAUSSEAU

SEP 11 2008

EXAMINER

September 4, 2008

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Filing Articles of Conversion
BRG Group, Inc.
Lz order 4534460

Dear Sir or Madam:

Attached for filing please find the Articles of Conversion of the above-referenced corporation. Enclosed, please find a check for \$113.75 for the filing fee and certified copy. Please process this application as quickly as possible and send the filed copy to me at the address below:

Legalzoom.com, Inc.
Attn: Francyne Carrillo
7083 Hollywood Blvd., Suite 180
Los Angeles, CA 90028

If you have any questions, please call me at (323) 962-8600 x341. Thank you for your help in this matter.

Sincerely,

Francyne Carrillo
LegalZoom.com

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BRG Group, 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:

Francyne Carrillo

(Contact Person)

Legalzoom.com, Inc.

(Firm/Company)

7083 Hollywood Blvd. Ste. 180

(Address)

Los Angeles, CA 90028

(City, State and Zip Code)

For further information concerning this matter, please call:

Francyne Carrillo

(Name of Contact Person)

at (323) 962-8600

(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
08 SEP - 9 PM 12:25
DEPT. 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:

BRG Group, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Limited Liability Company **206-23472**
(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 03/06/2006
(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:**

BRG Group, 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 30 day of August, 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: Brian Groppe

Printed Name: Brian Groppe Title: President

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

Signature: Brian Groppe
Printed Name: Brian Groppe Title: Member

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)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 SEP -9 PM 12: 25

FILED

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: BRG GROUP, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

996 Shaw Cir., Melbourne, FL 32940

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Retail Shipping Business

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):

Brian Groppe, 996 Shaw Cir., Melbourne, FL 32940 President

ARTICLE VI REGISTERED AGENT

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

Brian Groppe, 996 Shaw Cir., Melbourne, FL 32940

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Francyne Carrillo
7083 Hollywood Blvd. Ste 180
Los Angeles, CA 90028

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

Brian Groppe

Signature/Registered Agent

Francyne Carrillo

Signature/Incorporator

8/30/08

Date

9/4/08

Date

FILED
08 SEP -9 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA