

P080000087953

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

WD8-43413

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09/26/08--01001--002 **1.25

09/17/08--01020--011 **192.50

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08 SEP 24 PM 2:55

600 N. MIAMI STATE
TALLAHASSEE, FLORIDA

B. KOHR

SEP 25 2008

EXAMINER

Law Offices of
Nicholas J. Taldone, Esquire

⌘ Also admitted in New York, New Jersey, and California ⌘

⌘ Attorney at Law • Certified Mediator ⌘

Phone: (727) 712-1400 ⌘ Facsimile: (727) 725-3689

E-mail - taldonelaw@msn.com

September 16, 2008

Via Overnight Mail

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

Re: Clear Blue Interactive, LLC

Dear Sir or Madam:

Enclosed please find the following documents:

- 1) Certificate of Conversion for Other Business Entity;
- 2) Articles of Incorporation.

Please file the above documents at your earliest possible convenience. My firm's check number 0993, dated September 15, 2008, in the total amount of \$192.50 is included herein. It is my understanding that I could send one check to cover both fees (\$105.00 for the conversion and \$87.50 for the articles).

If you have any questions, please do not hesitate to contact my office.

Sincerely,



Nicholas J. Taldone, Esq.

NJT/psh

Enclosures

cc: Scott Mitchell

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08 SEP 24 PM 2:55
TALLAHASSEE, FLORIDA
STATE

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Clear Blue Interactive, 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:

Nicholas Taldone
(Contact Person)

Law Offices of Nicholas Taldone
(Firm/Company)

2536 Countryside Blvd., Suite 100 E.
(Address)

Clearwater Florida 33763
(City, State and Zip Code)

For further information concerning this matter, please call:

Nicholas Taldone at (727) 712-1400
(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

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08 SEP 24 PM 2:55
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 18, 2008

NICHOLAS TALDONE
2536 COUNTRYSIDE BLVD., STE. 100 E.
CLEARWATER, FL 33763

SUBJECT: CLEAR BLUE INTERACTIVE, INC.
Ref. Number: W08000043413

FILED
08 SEP 24 PM 2:55
DIVISION OF STATE
TALLAHASSEE, FLORIDA

We have received your document for CLEAR BLUE INTERACTIVE, INC. and your check(s) totaling \$192.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

Please provide the specific title of each officer/director listed on the enclosed Articles of Incorporation.,

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.

Leslie Sellers
Regulatory Specialist II

Letter Number: 408A00050653

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

FILED
08 SEP 24 PM 2:55
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:

Clear Blue Interactive, LLC

(Enter Name of Other Business Entity)

L08000051375

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 22, 2008

(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:

Clear Blue Interactive, 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 20th day of September, 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: Scott Mitchell

Printed Name: Scott Mitchell Title: Incorporator

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

Signature: Scott Mitchell
Printed Name: Scott Mitchell 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)

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:

Clear Blue Interactive, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

334 East Lake Road
Suite 258
Palm Harbor, FI 34685

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:
1,000,000

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

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

Scott Mitchell President, Chief Executive Officer, Secretary and Treasurer and Director
334 East Lake Road Suite 258
Palm Harbor, FI 34685

Kristi Mitchell Vice President and Director
334 East Lake Road Suite 258
Palm Harbor, FI 34685

ARTICLE VI REGISTERED AGENT

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

Nicholas Taldone
2538 Countryside Blvd.
Suite 100 East
Clearwater, FI 33763


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TALLAHASSEE, FLORIDA

ARTICLE VII INCORPORATOR

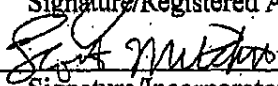
The name and address of the Incorporator is:

Scott Mitchell
334 East Lake Road Suite 258
Palm Harbor Fl 34685

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



Date



Date