

P0800010112

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

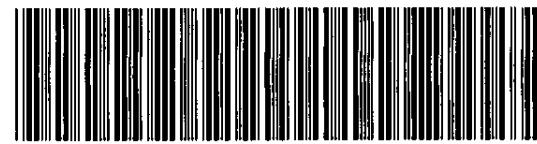
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000137258660

11/03/08--01001--018 \*\*237.50

RECEIVED

FILED

08 OCT 31 PM 4:47  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

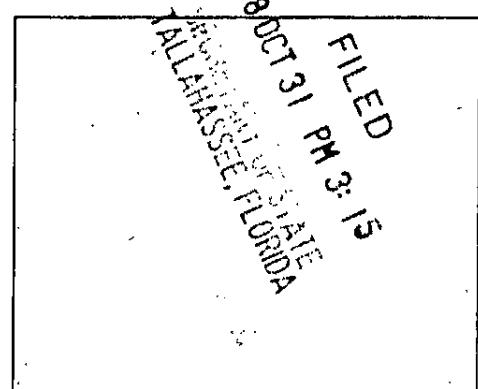
08 OCT 31 PM 3:15  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

B. KOHR

NOV 13 2008

EXAMINER

FLORIDA RESEARCH & FILING SERVICES, INC.  
1211 CIRCLE DRIVE  
TALLAHASSEE, FL 32301  
PHONE (850)656-6446



OFFICE USE ONLY

WALK-IN

ENTITY NAME:

BIG STAR TV INC

CK# 3608

AMOUNT \$237.50 (\$118.75 FOR THIS FILING)

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

CERTIFIED COPY

STAMPED COPY

CERTIFICATE OF STATUS

RECEIVED  
08 NOV 13 AM 11:32  
FLORIDA RESEARCH & FILING SERVICES, INC.  
DIVISION OF INFORMATION  
TALLAHASSEE, FLORIDA

RE-SUBMITTING  
W/ CORRECTIONS  
PLEASE RETAIN  
ORIGINAL SUBMISSION  
DATE 11-3-08

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 3, 2008

FLORIDA RESEARCH & FILING SERVICES  
1211 CIRCLE DRIVE  
TALLAHASSEE, FL

SUBJECT: BIG STAR TV, INC.  
Ref. Number: W08000050052

08 OCT 31 PM 3:15  
TALLAHASSEE, FLORIDA  
FLORIDA DEPARTMENT OF STATE  
FILED

We have received your document for BIG STAR TV, INC. and your check(s) totaling \$118.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$118.75 payment.

On the certificate of conversion there must be 2 signatures. There is presently only a signature for the resulting corporation. There must also be a signature for the converting LLC.,

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) 245-6914.

Buck Kohr  
Regulatory Specialist II

Letter Number: 308A00055892

**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:

BigStar TV, LLC

206000030006

**(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: 3/20/2006

(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business" is not the same as the jurisdiction of the "Business" in another country under the laws of which it is now organized, former, or to be organized.

4. The name of the Florida Profit Corp  
**Incorporation:**

BigStar TV, Inc.

---

(Enter Name of

5. If not effective on the date of filing, (The effective date: 1) cannot be prior to the date the document is filed by the Florida Department of State, and (2) cannot be earlier than the effective date listed in the attached Appendix A, if any, and (3) cannot be later than the date of filing.

Signed this 10 day of November, 2008.

**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: JAVIER Dalmat Title: Manager

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

Signature: JAVIER Dalmat Printed Name: JAVIER Dalmat Title: Authorized Person

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

## Article I. Name

The name of this Florida corporation is:  
BigStar TV, Inc.

08 OCT 31 PM 3:15  
FILED  
FLORIDA  
TALLAHASSEE, FLORIDA  
SAC-1000  
STATE OF FLORIDA  
SAC-1000

## Article II. Address

The street and mailing address of the Corporation's initial principal office is:  
BigStar TV, Inc.  
2100 Ponce de Leon Blvd.  
Suite 700  
Coral Gables FL 33134

## Article III. Registered Agent

The name and address of the Corporation's registered agent is:  
Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410

## Article IV. Board of Directors

The incorporator shall hold an organizational meeting or execute a written consent to elect a Board of Directors who shall complete the organization of the Corporation.

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410  
(561) 694-8107

---

### Article V. Capital Stock

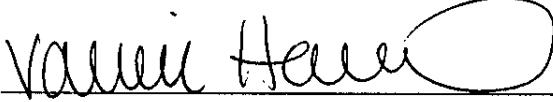
The Corporation shall have the authority to issue 20,000 shares of common stock, par value \$1.00 per share.

### Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410

The undersigned incorporator executed these Articles of Incorporation  
on November 11, 2008 .

  
\_\_\_\_\_  
CORPORATE CREATIONS INTERNATIONAL INC.  
Franco E. Cammarata Vice President  
by Valerie Hawk as attorney-in-fact

Corporate Creations International Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410  
(561) 694-8107

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

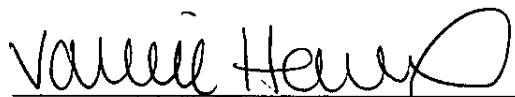
**CORPORATION:**

BigStar TV, Inc.

**REGISTERED AGENT/OFFICE:**

Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
CORPORATE CREATIONS NETWORK INC.

Valerie Hawk, Special Secretary

Date: 11/11/2008.

Corporate Creations International Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410  
(561) 694-8107