

P09000003(30)

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

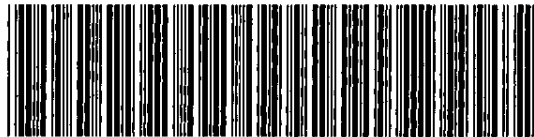
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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SECRETARY OF STATE
TALLAHASSEE FL 32304

S. HAWKES

JAN 3 2009

EXAMINER

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: Watley Engineering, Inc

FROM:

Tarone Watley
475 Harrison Avenue
Suite 202-B
Tallahassee, Florida , 32301

For further information concerning this matter, please call Tarone Watley
475 Harrison Avenue, Suite 202-B, Panama City, Florida 32401 at (850) 215-8042.

Enclosed are an original and two (2) copies of the Articles of Incorporation and a check for:

\$122.50 for Filing Fee, Certificate of Status & Certified Copy

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: WATLEY ENGINEERING, 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:

TARONE WATLEY
(Contact Person)

WATLEY ENGINEERING, INC.
(Firm/Company)

475 HARRISON AVENUE, SUITE 202-B
(Address)

PANAMA CITY, FLORIDA 32401
(City, State and Zip Code)

For further information concerning this matter, please call:

TARONE WATLEY at (850) 215-8042
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|---|
| <input 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 checked="" 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

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

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09 JAN - 9 PM 2:42
SECRETARY 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:

WATLEY ENGINEERING, LLC

(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 SEPTEMBER 30, 2004

(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:

N/A

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

WATLEY ENGINEERING, INC.

(Enter Name of Florida Profit Corporation)

5. If not effective on the date of filing, enter the effective date: 12/31/2008

(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 31 day of DECEMBER, 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: TARONE WATLEY Title: PRESIDENT-OWNER

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

Signature: _____

Printed Name: TARONE WATLEY Title: PRESIDENT-OWNER

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
WATLEY ENGINEERING, INC**

In compliance with the requirements of F.S. Chapter 607 and 621, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: Watley Engineering, Inc.

ARTICLE II

The existence of the Corporation shall begin on: January 1, 2009.

ARTICLE III

The street address of the principal office of the Corporation is: 475 Harrison Avenue, Suite 202-B, Panama City, Florida 32401.

ARTICLE IV

The specific purpose for which the Corporation is organized is: to provide engineering services.

ARTICLE V

The maximum number of shares this Corporation is authorized to issue is 100, par value \$100.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI

The initial street address of the Corporation's registered office is: 475 Harrison Avenue, Suite 202-B, Panama City, Florida, 32401. The initial registered agent for the Corporation at that address is: Tarone Watley.

ARTICLE VII

The initial board of directors shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporations's bylaws, but shall never be less than one. The name and address of the person who will serve on the initial board of directors is:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name

Address

Tarone Watley

475 Harrison Avenue
Suite 202-B
Panama City, Florida 32401

ARTICLE VIII

The name and street address of the person signing these articles of incorporation is:

Name

Address

Tarone Watley

475 Harrison Avenue
Suite 202-B
Panama City, Florida 32401

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

The undersigned incorporator has executed these articles of incorporation.



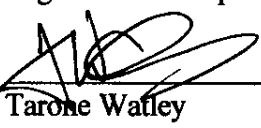
Tarone Watley
Incorporator

12/30/08

Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Watley Engineering, Inc at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.



Tarone Watley
Registered Agent

12/30/08

Date