

PD9000040052

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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

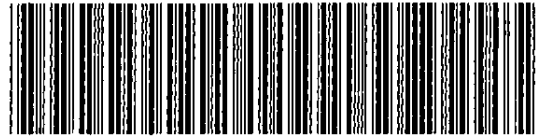
Special Instructions to Filing Officer:

**L. SELLERS**

MAY - 8 2009

**EXAMINER**

Office Use Only



700145392857

05/08/09--01003--009 \*\*105.00

FILED

09 MAY - 7 PM 2:24

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

CF \$105.00

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Club Clean, 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:

Ed ~~mauro~~ mauro  
(Contact Person)

Club Clean, Inc.  
(Firm/Company)

12945 Seminole Blvd. Bldg 2, Ste. 14,  
(Address)

Largo, FL 33778  
(City, State and Zip Code)

For further information concerning this matter, please call:

Ed mauro at (727) 470-4752  
(Name of Contact Person) (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**

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:

Club Clean, 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 10/31/2001

(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:**

Club Clean, 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.)

FILED  
09 MAY -7 PM 2:24  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

Signed this 30 day of April, 20 09.

**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: Ed Mauro Title: \_\_\_\_\_

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

Signature: \_\_\_\_\_

Printed Name: Ed Mauro Title: \_\_\_\_\_

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**  
**Club Clean, Inc.**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of incorporation for such corporation:

ARTICLE I - NAME. The name of this corporation is Club Clean, Inc.

ARTICLE II - DURATION. This Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE III - BUSINESS. This Corporation is organized to sell golf products and to do every other act or thing incidental or pertinent to or growing out of or connected with the aforesaid purpose and in addition, to engage in any other business or businesses permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK. The maximum number of shares of stock authorized to be issued by this Corporation is 7500 shares of capital stock at \$1.00 par value, all of which shall have the same rights and privileges. Each share of capital stock shall entitle the holder thereof to one (1) vote at any stockholder meeting and otherwise to participate in all such meetings and the assets of the Corporation. The stock shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value at least equal to the full par value of said shares. The stock may be paid for in lawful money of the United States of America, or in property, labor or services.

ARTICLE V - PRE-EMPTIVE RIGHTS. The stockholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares, but in either case only as such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT. The street address of the

**FILED**  
**09 MAY - 7 30 PM '94**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

principal office of this corporation is:

Edward Mauro  
12945 Seminole Blvd. Bldg 2 Ste 14  
Largo, FL 33778

The corporation shall have the privilege of establishing such other branch offices in any other location or any other city or town, in this state or any other State or County, as may be approved by its Board of Directors.

ARTICLE VII - INITIAL BOARD OF DIRECTORS. This corporation shall have three (3) Directors initially. The number of Directors can be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

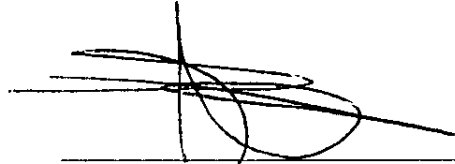
NAME	ADDRESS
Edward Mauro	12945 Seminole Blvd. Bldg 2 Ste 14 Largo, FL 33778
Bill Turrentine	5010 Lakeland Drive Marietta, GA 30068
Joe Ferguson	5010 Lakeland Drive Marietta, GA 30068

ARTICLE VIII - INDEMNIFICATION. The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE IX - AMENDMENT. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INCORPORATOR. The name and address of the person signing these Articles of Incorporation is: Edward Mauro, 12945 Seminole Blvd. Bldg 2 Ste 14 Largo, FL 33778.

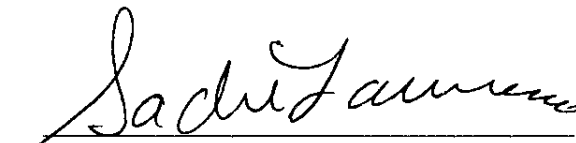
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation of this 30 of day April, 2009.

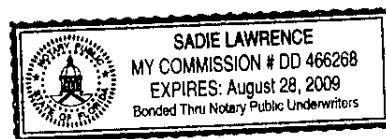
  
Edward Mauro

STATE OF FLORIDA )  
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, Edward Mauro, personally appeared known to me to be the person who executed the foregoing Articles of Club Clean, Inc., and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Pinellas County, Florida, this 30 day of April, 2009.

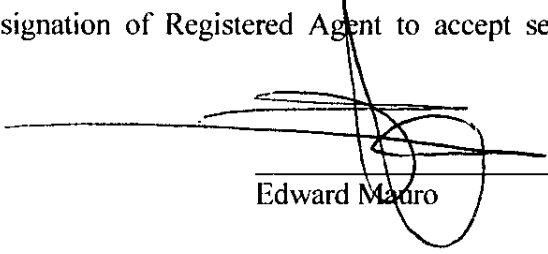
  
Notary Public



FILED  
09 MAY -7 PM 2:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I HEREBY ACCEPT the designation of Registered Agent to accept service of process for  
Club Clean, Inc.

  
\_\_\_\_\_  
Edward Mauro

STATE OF FLORIDA )  
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County  
set forth above personally appeared, Edward Mauro, known to me to be the person who executed  
the foregoing Acceptance of Designation as Registered Agent, and he acknowledged before me that  
he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in  
Pinellas County, Florida, this 30 day of April, 2009.

  
\_\_\_\_\_  
Notary Public

