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DIVISION OF CORPORATIONS
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B. KOHR

JUN 19 2009

EXAMINER

FILED
09 JUN 19 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GRAY ROBINSON
ATTORNEYS AT LAW

SUITE 600
301 SOUTH BRONOUGH ST. (32301)
POST OFFICE BOX 11189, FORT LAUDERDALE
TALLAHASSEE, FL 32302-3189 JACKSONVILLE
TEL 850-222-7717 KEY WEST
TEL 850-577-9090 LAKELAND
FAX 850-222-3494 MELBOURNE
FAX 850-577-3311 MIAMI
gray-robinson.com NAPLES

E-MAIL ADDRESSES

Jessica.McFarland@gray-robinson.com

June 19, 2009

VIA HAND DELIVERY

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

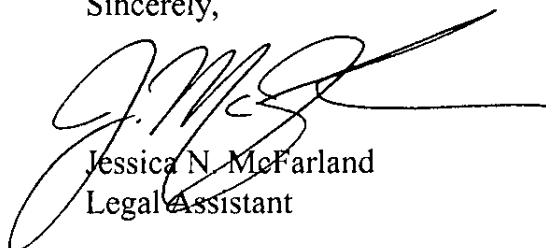
Re: Eginity, Inc.
Our File No. 135910-1

To Whom It May Concern:

Enclosed please find an original and one copy of the **CERTIFICATE OF CONVERSION** and attached **ARTICLES OF INCORPORATION** for **EGINITY, INC.** Please **FILE THESE DOCUMENTS** and **ISSUE A CERTIFIED**. A check in the amount of \$113.75 for the applicable fees is enclosed.

Upon receipt, please "date-stamp" the copy of the letter provided and **call me at (850) 577-9090, when the certified copy is ready to be picked up.** Thank you for your assistance in this matter.

Sincerely,



Jessica N. McFarland
Legal Assistant

Enclosures

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

FILED
09 JUN 19 PM 3:25
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 and address of the principal office of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion are:

Latitudes Engineering Group LLC

Enter Name of Other Business Entity

150 North Orange Avenue, Suite 404, Orlando, Florida 32801

Address of Principal Office

W8UUW43209

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 April 30, 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:

N/A

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

Eginity, Inc.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: June 22, 2009.
(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.)

6. The Other Business Entity has (i) been converted into the Florida Profit Corporation in compliance with Chapters 607 and 608, Florida Statutes; (ii) approved the Plan of Conversion in accordance with Chapter 608, Florida Statutes; and (iii) agreed to pay to any members having appraisal rights the amount to which such members are entitled under 608.4351-608.43595, Florida Statutes.

***[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK.
SIGNATURES APPEAR ON FOLLOWING PAGE]***

Signed this 18th day of June, 2009.

Signature on behalf of Eginity, Inc.

By:

Printed Name: Larry A. McGinn

Title: Incorporator

Signatures on behalf of Other Business Entity: (Latitudes Engineering Group LLC)

By:

Printed Name: Larry A. McGinn

Title: Vice President

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
EGINITY, INC.**

FILED
09 JUN 19 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the Incorporator of Eginity, Inc., a Florida corporation (the "Corporation"), pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for the Corporation:

ARTICLE I - NAME

The name of the Corporation is Eginity, Inc. The street address of the initial principal office of the Corporation shall be 150 North Orange Avenue, Suite 404, Orlando, Florida 32801.

ARTICLE II - CORPORATE EXISTENCE

The Corporation will exist commencing on the date of filing these Articles of Incorporation with the Florida Department of State.

ARTICLE III - DURATION

The Corporation shall exist perpetually.

ARTICLE IV - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any one time is One Million Twenty Two Thousand (1,022,000) shares of common stock having a par value of One Cent (\$0.01) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation shall be:

150 North Orange Avenue, Suite 404
Orlando, Florida 32801

The name of the initial registered agent of the Corporation at that address shall be:

Larry A. McGinn

ARTICLE VII - INITIAL BOARD OF DIRECTORS

A. The Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws, but shall never be less than one.

B. The names and addresses of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Street Address</u>
Robert N. Allen	150 North Orange Avenue, Suite 404 Orlando, Florida 32801
Larry A. McGinn	150 North Orange Avenue, Suite 404 Orlando, Florida 32801

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Larry A. McGinn	150 North Orange Avenue, Suite 404 Orlando, Florida 32801

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

The 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.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation as of the 18th day of June, 2009.


Larry A. McGinn, Incorporator

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT
EGINITY, INC.

The undersigned, having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts such designation and agrees to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.


Larry A. McGinn