

PO9 000082927

(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



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09 SEP 22 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. O. 1000 OCT - 7 2009

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Children's Incentives, 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:

Todd Holman

Contact Person

Children's Incentives, Inc.

Firm/Company

12703 Douglas Fir Ct.

Address

Clermont FL 34711

City, State and Zip Code

todd@childrensincentives.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Todd Holman

Name of Contact Person

at (407)

301-2625

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 22, 2009

TODD HOLMAN
12703 DOUGLAS FIR COURT
CLERMONT, FL 34711

SUBJECT: CHILDRENS INCENTIVES, INC.
Ref. Number: W09000031239

We have received your document for CHILDRENS INCENTIVES, INC. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Certificate of Conversion must state the effective date of the conversion. The effective date cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date of the conversion under the laws governing the other business entity.

The articles of organization must be prepared in compliance with section 608.407, Florida Statutes. We are enclosing the appropriate forms and instructions for your convenience.

I am enclosing the forms for a corporation.

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) 245-6067.

Neysa Culligan
Regulatory Specialist II

Letter Number: 909A00023194

Certificate of Conversion

For

"Other Business Entity"

Into

Florida Profit Corporation

FILED

09 SEP 22 PM 3:45

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:

Children's Incentives, LLC.

LO8 23431

Enter Name of Other Business Entity

2. The "Other Business Entity" is a LLC.
(Enter entity type. Example: limited liability company, limited partnership, 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 03/24/08
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:

Children's Incentives, 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 15 day of June, 2009.

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: Todd Holman Title: CEO/President

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

Signature: _____

Printed Name: Todd Holman Title: M.M./CEO

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

CHILDREN'S INCENTIVES, INC.

THE UNDERSIGNED INCORPORATOR, being a natural person of full age of 18 years or more, and desiring to form a corporate entity under Chapter 607 of the laws of the State of Florida, as amended, hereby adopts the following ARTICLES OF INCORPORATION.

ARTICLE I.

Name

The name of the corporation shall be Children's Incentives, Inc.

ARTICLE II.

Registered Office and Agent

This is also the Principal office address:

The registered office of the corporation shall be at 12703 Douglas Fir Ct., Clermont, Florida 34711. The registered agent for service at that address shall be Todd W. Holman. The registered agent shall file a statement in writing with the Department of State, in such form and manner as shall be prescribed by the department, accepting the appointment as

a registered agent simultaneously with his or her being designated. Such statement of acceptance shall state that the registered agent is familiar with, and accepts, the obligations of that position. Such statement shall be and hereby is submitted for filing with these Articles of Incorporation, signed by Todd W. Holman as a first director and as registered agent.

ARTICLE III.

Corporate Authority

The purposes of the corporation shall be general business purposes and it shall have authority to engage in any activity and do all acts authorized or implied under the laws of this or any other state to a corporation organized for such purposes.

ARTICLE IV.

Corporate Powers

The corporation shall possess all powers necessary to conduct any business in which it is authorized to engage, including, but not limited to, all those powers expressly conferred upon business corporations by FLORIDA law, together with those powers necessarily implied therefrom.

Corporate Duration

The duration of the corporation shall be perpetual.

ARTICLE VI.

Capital and Shares

The amount of stated capital with which this corporation shall begin business is \$100. The aggregate number of shares which this corporation shall have authority to issue is 100,000 shares of common voting stock with no par value and without preemptive or cumulative voting rights. The Board of Directors may authorize the issuance of shares of stock with other rights or par value or of other classes. No shareholder shall have any liability for any contract, debt, or obligation of the corporation beyond the payment of the subscription price for his or her shares of stock unless otherwise determined by a court of law or other legal authority.

ARTICLE VII.

Incorporator And First Director

Unless otherwise specified in the Bylaws, there shall be four (4) directors of the corporation. The name and address of the incorporator and a first director of the corporation is:

ARTICLE V.

Todd W. Holman
12703 Douglas Fir Ct.
Clermont, Florida 34711

The names and addresses of the other three first directors of the corporation are:

Heather Holman
12703 Douglas Fir Ct.
Clermont, Florida 34711

William J. Holman, Jr.
12703 Douglas Fir Ct.
Clermont, Florida 34711

Edward A. Zimmerman
12703 Douglas Fir Ct.
Clermont, Florida 34711

ARTICLE VIII.

Board Actions Without a Meeting

The board of directors may take any action unanimously without a meeting as provided in Florida law and, if the by-laws specify provisions for such action without unanimity, the board may so act without unanimous consent of all the directors so long as all conditions and

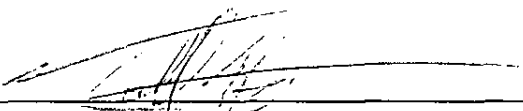
procedures required by the by-laws are complied with.

ARTICLE IX.

Restrictions on Transfer

The transfer of stock of the corporation may be restricted by restrictions established in the corporation's by laws.

IN WITNESS WHEREOF, the above named incorporator has signed these ARTICLES OF INCORPORATION this day of Tuesday September 15th 2009.



Todd W. Holman

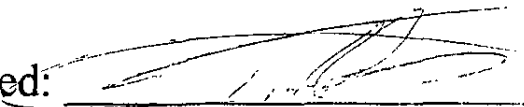
Incorporator, First Director, and

Registered Agent

**ACCEPTANCE OF APPOINTMENT AS
REGISTERED AGENT
OF CHILDREN'S INCENTIVES, INC.**

I, Todd W. Holman, hereby accept the appointment as a registered agent of Children's Incentives, Inc. I am familiar with, and accept all the obligations of that position.

Dated: Sep. 10th 2007

Signed: 
Todd W. Holman

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TALLAHASSEE, FLORIDA