

P10000097497

JUMPING JAX TAX INC
1940 HARRISON ST STE 306
HOLLYWOOD FL 33020-5082
(954) 927-6988

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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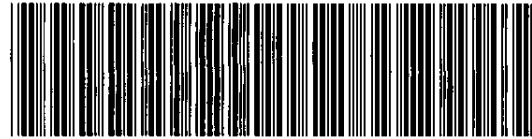
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FILED
10 NOV 29 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF CONVERSION

FOR

TBS EXPRESS, LLC

INTO

TBS EXPRESS, INC.

FILED
10 NOV 29 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. PREAMBLE

Section 1.01 This Certificate of Conversion and the attached Articles of Incorporation are submitted to covert a **Florida limited liability company into a Florida profit corporation** pursuant to §607.1115, Florida Statutes.

Section 1.02 Whereas, **TBS EXPRESS, LLC, Document ID L04000038465**, a Florida limited liability company organized on **20 May 2004**, is the existing business entity. It shall convert to the Florida profit corporation **TBS EXPRESS, INC.**, as set forth in Article II, The Articles of Incorporation, of this Certificate of Conversion.

Section 1.03 Whereas, upon the filing of this Certificate of Conversion, the assets of TBS Express, LLC shall become the assets of TBS Express, Inc., since the 100.00 membership interest units of TBS Express, LLC shall be converted to 100.00 common shares of capital stock in TBS Express, Inc. These 100.00 common shares in TBS Express, Inc. shall have the same basis in the assets of TBS Express, Inc. as the 100.00 membership interest units had in TBS Express, LLC.

Section 1.04 Whereas, Basil Wallace, the sole member and manager of TBS Express, LLC shall hold 100.00 common shares in TBS Express, Inc. after the filing of this Certificate of Conversion with the Florida Division of Corporations.

Section 1.05 Whereas, Basil Wallace, who shall then hold 100.00 common shares in TBS Express, Inc., shall become the sole shareholder in TBS Express, Inc.

Section 1.06 Whereas, the titles to and encumbrances on all assets of TBS Express, LLC shall be assigned to TBS Express, Inc.

Section 1.07 Whereas, the federal, state and local tax identification numbers of TBS Express, LLC shall be assigned to TBS Express, Inc.

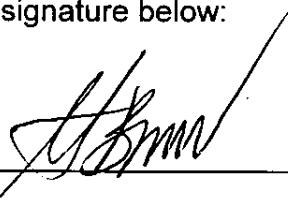
Section 2.08 The Incorporator for this Corporation is Basil Wallace, 6511 Nova Dr., Ste. 232, Davie, FL 33317-7401, US.



Basil Wallace, Incorporator

Article III. REQUIRED SIGNATURES FOR THE BUSINESS ENTITIES

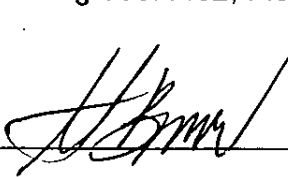
Section 3.01 Whereas, the **president and sole director** named in the Articles of Incorporation approved the conversion of TBS Express, LLC into **TBS Express, Inc.** by his signature below:



Basil Wallace, President and Director

TBS Express, Inc.

Section 3.02 Whereas, the **sole member** of **TBS Express, LLC** approved to the conversion of TBS Express, LLC into TBS Express, Inc. by written consent, pursuant to § 608.4402, Florida Statutes.



Basil Wallace, Member

TBS Express, LLC

Section 1.08 Whereas, the small business corporation election with the Internal Revenue Service shall be assigned to TBS Express, Inc.

Article II. THE ARTICLES OF INCORPORATION

Section 2.01 The name of the corporation shall be **TBS EXPRESS, INC.**

Section 2.02 The principal place of business and its mailing address shall be **6511 Nova Dr., Ste. 232, Davie, FL 33317-7401, US.**

Section 2.03 The duration of the corporation shall be **perpetual.**

Section 2.04 The corporation shall be **a parcel delivery service or any lawful business permitted** by the Florida Business Corporation Act.

Section 2.05 The corporation shall exchange 100.00 membership interest units in TBS Express, LLC for **100.00 common shares of capital stock** of TBS Express, Inc.

Section 2.06 The initial officer and director shall be **Basil Wallace, 6511 Nova Dr., Ste. 232, Davie, FL 33317-7401, US.** He shall be the president and sole director of the corporation.

Section 2.07 The Registered Agent for this Corporation shall be **Basil Wallace, 6511 Nova Dr., Ste. 232, Davie, FL 33317-7401, US.**

(a) I am familiar with and accept the appointment as Registered Agent for this Corporation and agree to act in this capacity to accept service of process at the place designated in this Certificate of Conversion.



Basil Wallace, Registered Agent