

P 1000106915

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

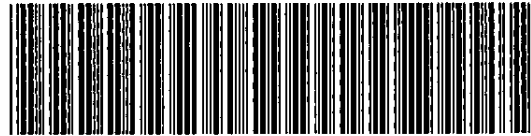
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Conversion

Office Use Only



700213501147

Effective Date 12-12-11

12/16/11--01030--004 **122.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 DEC 16 AM 8:51

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J. SAULSBERRY
EXAMINER

DEC 19 2011

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: WHIP-IT INVENTIONS, INCORPORATED

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:

JOANN WATSON

Contact Person

WHIP-IT INVENTIONS

Firm/Company

5946 COMMERCE ROAD

Address

MILTON, FL 32583

City, State and Zip Code

joann@amazingwhipit.com

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

For further information concerning this matter, please call:

JOANN WATSON

at (850) 626-6300

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

WHIP-IT INVENTIONS LLC

Enter Name of Other Business Entity

L09000085038
9-2-09

2. The "Other Business Entity" is a LIMITED LIABILITY COMPANY
(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 SEPTEMBER 9, 2009
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:**

WHIP-IT INVENTIONS, INCORPORATED

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: DECEMBER 12, 2011.
(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 conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.607.1115, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 12TH day of DECEMBER, 20 11.

Required Signature for Florida Profit Corporation:

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: [Signature]

Printed Name: JOANN WATSON Title: CHIEF OPERATIONS OFFICER

Required Signature(s) on behalf of Other Business Entity: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: [Signature]
Printed Name: JOANN WATSON Title: MEMBER

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)

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be: **WHIP-IT INVENTIONS, INCORPORATED**

ARTICLE II PRINCIPAL OFFICE

Principal street address
5946 COMMERCE ROAD
MILTON, FLORIDA 32583

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

MANUFACTURING AND DISTRIBUTION

ARTICLE IV SHARES

The number of shares of stock is: **100**

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: JOHN ALESSI, CHIEF EXECUTIVE OFFICER

Address: 7578 THORNLEE DRIVE
LAKE WORTH, FLORIDA 33467

Name and Title: _____

Address: _____

Name and Title: JOANN WATSON, CHIEF OPERATIONS OFFICER

Address: 3059 LARKHALL PLACE
MILTON, FLORIDA 32583

Name and Title: _____

Address: _____

Name and Title: MARK KREISLER, CHIEF FINANCIAL OFFICER

Address: 690 SW 1ST COURT
MIAMI, FLORIDA 33130

Name and Title: _____

Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

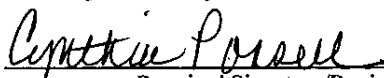
Name: CYNTHIA PONSELL
Address: 5946 COMMERCE ROAD
MILTON, FLORIDA 32583

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: JOANN WATSON
Address: 5946 COMMERCE ROAD
MILTON, FLORIDA 32583

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

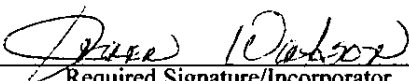


Required Signature/Registered Agent

DECEMBER 12, 2011

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Required Signature/Incorporator

DECEMBER 12, 2011

Date

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TALLAHASSEE, FLORIDA