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12 JUN - 1 PM 3:07

STEARNS WEAVER MILLER
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Museum Tower
150 West Flagler Street, Suite 2200
Miami, FL 33130
(305) 789-3200
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May 31, 2012

Via Fedex

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

RE: BXG Florida, LLC
Document No. L12

Dear Sir or Madam:

Enclosed for filing is a Certificate of Conversion and Articles of Incorporation to convert BXG Florida, LLC into a Florida Profit Corporation in accordance with Section 607.1115, Florida Statutes. Also enclosed is a check in the amount of \$113.75 to cover the filing fees and a certified copy fee. Please return the certified copy of the filing to the undersigned using the enclosed Fedex envelope.

If you have any questions or need any further information, please don't hesitate to contact me.

Sincerely,



Maritza Villar
Florida Registered Paralegal

/mv

Enclosures

**CERTIFICATE OF CONVERSION
FOR
BXG FLORIDA, LLC
INTO
BXG FLORIDA CORPORATION**

12 JUN -1 PM 3:07

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert BXG Florida, LLC, a Florida limited liability company, into BXG Florida Corporation, a Florida profit corporation, in accordance with Sections 607.1115 and 608.4403, Florida Statutes.

1. BXG Florida, LLC was first organized as a limited liability company under the laws of the State of Florida on November 14, 2011 and currently exists on the official records of the State of Florida.

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2. As set forth in the attached Articles of Incorporation, the name of the Florida profit corporation into which BXG Florida, LLC is converting is BXG Florida Corporation, the initial principal office of which is located at 2100 West Cypress Creek Road, Fort Lauderdale, Florida 33309.


3. The plan of conversion was approved by BXG Florida, LLC in accordance with the Florida Limited Liability Company Act, Chapter 608, Florida Statutes. The sole member of BXG Florida, LLC has approved the plan of conversion and, therefore, appraisal rights are not available with respect to the conversion.

4. The conversion shall become effective upon the filing of this Certificate of Conversion with the Florida Department of State.

5. The conversion is permitted by, complies with, and is being effected in accordance with, the Florida Business Corporation Act, Chapter 607, Florida Statutes, and the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.


IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of this 30th day of May, 2012.

BXG FLORIDA, LLC


A handwritten signature in black ink, appearing to read "John K. Grelle", is written over a horizontal line.

John K. Grelle, Authorized Representative

BXG FLORIDA CORPORATION


A handwritten signature in black ink, appearing to read "John K. Grelle", is written over a horizontal line.

John K. Grelle, Chief Financial Officer

12 JUN - 1 PM 3:07

**ARTICLES OF INCORPORATION
OF
BXG FLORIDA CORPORATION**

Pursuant to the provisions of Section 607.0202 of the Florida Business Corporation Act, the undersigned does hereby execute and submit for filing with the Florida Department of State these Articles of Incorporation as follows:

**ARTICLE I
NAME**

The name of the corporation is BXG Florida Corporation (the "Corporation").

**ARTICLE II
INITIAL PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the initial principal office of the Corporation is 2100 West Cypress Creek Road, Fort Lauderdale, Florida 33309.

**ARTICLE III
CAPITAL STOCK**

The Corporation is authorized to issue 100 shares of common stock, par value \$0.01 per share.

**ARTICLE IV
NAME AND ADDRESS OF INITIAL REGISTERED AGENT**

The address of the initial registered office of the Corporation in the State of Florida, and the name of the initial registered agent for service of process at such address, is:

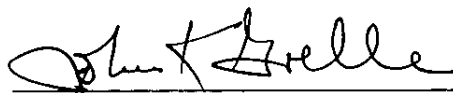
John K. Grelle
2100 West Cypress Creek Road
Fort Lauderdale, Florida 33309

**ARTICLE VI
NAME AND ADDRESS OF INCORPORATOR**

The name and address of the incorporator of the Corporation is:

John K. Grelle
2100 West Cypress Creek Road
Fort Lauderdale, Florida 33309

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation for the foregoing uses and purposes as of this 30 day of May, 2012.



John K. Grelle
Incorporator

REGISTERED AGENT'S ACCEPTANCE

Having been named as registered agent and to accept service of process for BXG Florida Corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent as provided for in Chapter 607, Florida Statutes.

Dated: May 30, 2012

A handwritten signature in black ink, appearing to read "John K. Grelle", written over a horizontal line.

John K. Grelle
Registered Agent