

P15000049428

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

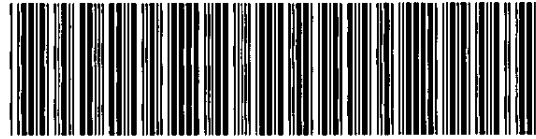
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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06/08/15--01002--003 **113.75

RECEIVED
15 JUN -5 PM 4:21
DIVISION OF CORPORATION

FILED
15 JUN -5 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch JUN 8 2015



CT Corporation

515 East Park Avenue
Tallahassee, FL 32301

850 558 1930 tel
855 637 1628 fax
www.ctcorporation.com

June 5, 2015

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 9576376 SO
Customer Reference 1: 053549.00001
Customer Reference 2:

Dear Department of State, Florida :

Please obtain the following:

PASSAGES LLC (FL)
Conversion
Florida

W/ Certified Copy

PASSAGES CORPORATION (FL)
Incorporation
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092 .

Thank you very much for your help.

Sincerely,

Connie R Bryan
Senior Fulfillment Specialist
Connie.Bryan@wolterskluwer.com

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: PASSAGES CORPORATION

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:

Robert E. Gregg, Esquire

Contact Person

Squire Patton Boggs (US) LLP

Firm/Company

8000 Towers Crescent Drive, 14th Floor

Address

Tysons Corner, Virginia 22182

City, State and Zip Code

jordan.price@ntrepidcorp.com

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

For further information concerning this matter, please call:

Robert E. Gregg, Esquire

at (703)

720 - 7800

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$105.00 Filing Fees ☐ \$113.75 Filing Fees ☒ \$113.75 Filing Fees ☐ \$122.50 Filing Fees,
and Certificates of and Certified Copy Certified Copy, and
Status Certificate of Status

STREET ADDRESS:

New Filings Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filings Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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:
PASSAGBS LLC

Enter Name of Other Business Entity

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 12/31/2014

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:

PASSAGES CORPORATION

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.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 4th day of JUNE, 2015

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director/Officer, or, if Directors or Officers have not been selected, an Incorporator: Richard H. Helms

Printed Name: Richard H. Helms Title: President

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

Signature: Richard H. Helms

Printed Name: Richard H. Helms Title: Manager, Authorized Representative

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)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
PASSAGES CORPORATION**
In Compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I - NAME

The name of the corporation shall be Passages Corporation (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal street address and the mailing address of the Corporation is 12801 Worldgate Drive, Suite 800, Herndon, Virginia 20170,

ARTICLE III - PURPOSE

The purpose for which the Corporation is organized is to engage in any lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV - SHARES

The number of shares of stock the Corporation is authorized to issue is: 1,000,000 shares of Common stock, \$0.01 par value per share.

ARTICLE V - REGISTERED AGENT

The name and Florida street address of the registered agent of the Corporation is:

Name: C T Corporation System

Address: 1200 South Pine Island Road Plantation, Florida 33324

ARTICLE VI - INCORPORATOR

The name and address of the Incorporator is:

Name: Robert E. Gregg, Esquire

Address: Squire Patton Boggs (US) LLP
8000 Towers Crescent Drive, 14th Floor
Tysons Corner, Virginia 22182

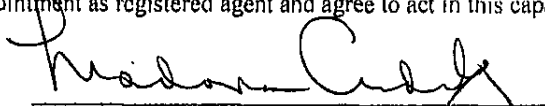
[Signature Page Follows]

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.



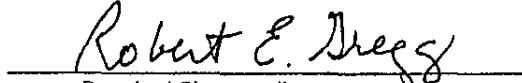
Required Signature/Registered Agent

Madonna Cuddihy
Special Assistant Secretary

6-4-15

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

6/4/15

Date

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**