

P18000069359

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

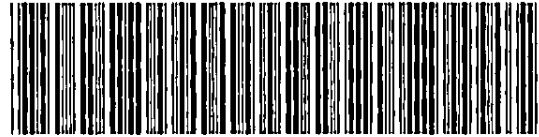
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COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: VIRTUAL RAILFAN, 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:

MATTHEW J. MONAGHAN, ESQ.

Contact Person

CANTWELL & GOLDMAN, P.A.

Firm/Company

96 WILLARD STREET, STE. 302

Address

COCOA, FL 32922

City, State and Zip Code

mikeeyr@virtualrailfan.com

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

For further information concerning this matter, please call:

James L. Tippins

at (321) 704.5677

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 type="checkbox"/> \$122.50 Filing Fees.
Certified Copy, and
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

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18 AUG 13 AM 11:47
TALLAHASSEE, FL
SECOND FLORIDA
FALL 2018

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:

VIRTUAL RAILFAN, LLC

414000105114

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 July 1, 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**:

VIRTUAL RAILFAN, INC

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: _____.

(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

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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TALLAHASSEE, FL

Signed this 3rd day of August, 2018.

Required Signature for Florida Profit Corporation:

Signature of ~~Chairman~~ Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: James L. Tippins

Printed Name: JAMES L. TIPPINS Title: Director

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

Signature: Michael Cyr

Printed Name: MICHAEL P. CYR Title: Manager

Signature: Michael N. Tippins

Printed Name: MICHAEL N. TIPPINS Title: Manager

Signature: James L. Tippins

Printed Name: JAMES L. TIPPINS Title: Manager

Signature: Justin M. Cornell

Printed Name: JUSTIN M. CORNELL Title: Manager

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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18 AUG 13 AM 11:47
TALLAHASSEE, FL
SIGNED BY
JAMES L. TIPPINS

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: VIRTUAL RAILFAN, INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

Principal street address

Mailing address, if different is:

845 Koloa Drive

3000 Murrell Rd # 560057

Merritt Island, FL 32953

Rockledge, FL 32956-0057

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

ANY AND ALL LAWFUL BUSINESS

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SECRETARY
TALLAHASSEE

ARTICLE IV SHARES

The number of shares of stock is: 1,000,000 voting common stock

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: MICHAEL P. CYR, Director, President

Name and Title: JUSTIN M. CORNELL, Director

Address: 845 Koloa Drive

Address: 845 Koloa Drive

Merritt Island, FL 32953

Merritt Island, FL 32953

Name and Title: MICHAEL N. TIPPINS, Director, VP, Trea

Name and Title: _____

Address: 845 Koloa Drive

Address: _____

Merritt Island, FL 32953

Name and Title: JAMES L. TIPPINS, Director, Secretary

Name and Title: _____

Address: 845 Koloa Drive

Address: _____

Merritt Island, FL 32953

ARTICLE VI REGISTERED AGENT

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

Name: MATTHEW J. MONAGHAN, ESQ.
Address: 96 Willard Street, Ste. 302
Cocoa, FL 32922

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: JAMES L. TIPPINS
Address: 845 Koloa Drive
Merritt Island, FL 32953

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

Matthew J. Monaghan, Esq.
Required Signature/Registered Agent

August 2, 2018
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.

James L. Tippins
Required Signature/Incorporator

August 2, 2018
Date

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TALLAHASSEE