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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

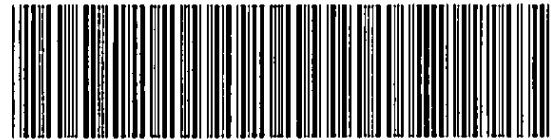
Certified Copies _____ Certificates of Status _____

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CLERK OF COURT
JUL 15 2019

Via Hand Delivery

MEMORANDUM

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

FROM: Maggie M. Schultz

DATE: July 12, 2019

RE: Certificate of Conversion Form & Articles of Incorporation for
Conversion of Main Event Florida, LLC to Main Event Florida, Inc.

Attached is a Certificate of Conversion Form & Articles of Incorporation for the Conversion of Main Event Florida, LLC to Main Event Florida, Inc., along with a check in the amount of \$105 for the filing fees.

Thank you for your assistance. **Please call us at 681-6788 to pick up the filing confirmation when it is ready.**

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: Main Event Florida, 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:

Shannon Dean

Contact Person

Main Event Entertainment, Inc.

Firm/Company

5445 Legacy Drive, Suite 400

Address

Plano, TX 75024

City, State and Zip Code

Shannon.Dean@mainevent.com

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

For further information concerning this matter, please call:

Maggie Schultz, Esq.

at (850) 681-6788

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

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:

Main Event Florida, 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 December 7, 2018

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:

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation**:

Main Event Florida, 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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19 JUL 12 PM 3:44
CLERK OF CIRCUIT
CLERK OF CIRCUIT
CLERK OF CIRCUIT

Signed this 11 day of July, 2019.

Required Signature for Florida Profit Corporation:

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

Printed Name: Lane DeYoung Title: Vice President

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

Signature: Christopher Morris

Printed Name: Christopher Morris Title: President/Asst. Sec/Manager

Signature: Darin E Harper

Printed Name: Darin Harper Title: Vice President/Treas/Sec/Manager

Signature: Lane DeYoung

Printed Name: Lane DeYoung Title: Vice President/Asst. Sec

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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CLERK OF STATE
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: Main Event Florida, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

Principal street address

Mailing address, if different is:

5445 Legacy Drive, Suite 400

Plano, TX 75024

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To engage in any and all lawful business activity permitted under the laws of the United States and the State of Florida.

ARTICLE IV SHARES

The number of shares of stock is: 1,000

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Christopher Morris, President/Asst Sec/Dir

Address: 5445 Legacy Drive, Suite 400

Plano, TX 75024

Name and Title: Lane DeYoung, VP/Asst Sec

Address: 5445 Legacy Drive, Suite 400

Plano, TX 75024

Name and Title: _____

Address: _____

Name and Title: Darin Harper, VP/Sec/Treas/Dir

Address: 5445 Legacy Drive, Suite 400

Plano, TX 75024

Name and Title: _____

Address: _____

Name and Title: _____

Address: _____

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CLERK OF DISTRICT COURT
HALL COUNTY, FLORIDA

ARTICLE VI REGISTERED AGENT

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

Name: CT Corporation System
Address: 1200 South Pine Island Road
Plantation, FL 33324

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Darin Harper
Address: 5445 legacy Drive, Suite 400
Plano, TX 75024

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

Ternelll Kearney Ternell Kearney Assistant Secretary 07/12/2019
Required Signature/Registered Agent 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.

Darin E. Harper 7/12/19
Required Signature/Incorporator Date

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19 JUL 12 PM 3:44
DEPT OF STATE
TALLAHASSEE, FLORIDA