

LO7000008749

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

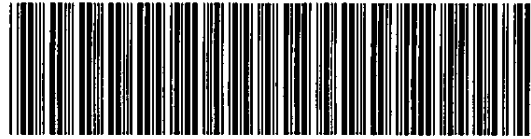
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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01/11/07--01022--011 **155.00

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TALLAHASSEE, FLORIDA

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LO7-8749
AK



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 16, 2007

JURGEN BRENDEL
10 VENETIAN WAY, SUITE 2001
MIAMI BEACH, FL 33139

SUBJECT: JB RE ASSOCIATES, LLC
Ref. Number: W07000002197

We have received your document for JB RE ASSOCIATES, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name needs to be listed in article 1 of the articles of organization.,

You must insert the letters " MGRM" in the block above the name and address of each managing member and/or the letters "MGR" in the block above the name and address of each manager listed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 907A00003240

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JB. RE ASSOCIATES

10 Venetian Way, suite 2001
Miami Beach, FL. 33139
Tel: 305-720 2106 Fax: 305-674 8283

January 8, 2007

Florida Department of State
Registration Section
Division of Corporations
P.O.Box 6327
Tallahassee, FL 32314

Re: Domestication of NJ Company

Dear Sirs/Mme,

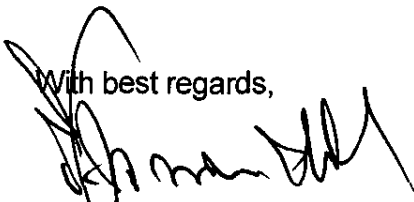
As per the completed form attached, I would like to convert my NJ Company,
JB RE ASSOCIATES, LLC into a Florida licensed company.

The EIN number of the NJ company is **22-3326315** and I trust you understand that for tax
purposes I would like to keep this number.

I attach a check for \$ 155.- for the filing status and the certificate of incorporation and I trust
you find the completed form in order.

I look forward to you confirmation in due course.

With best regards,



Jürgen Brendel
President

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: JB RE Associates, LLC
(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Juergen Brendel
(Contact Person)

(Firm/Company)
JB RE ASSOCIATES, LLC
10 Venetian Way, apt. 2001
Miami Beach, FL 33139

(City, State and Zip Code)

For further information concerning this matter, please call:

same at (305) 720 2106
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)
- \$155.00 Filing Fees and Certificate of Status
- \$180.00 Filing Fees and Certified Copy
- \$185.00 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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TALLAHASSEE, FLORIDA

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Certificate of Conversion
 For
"Other Business Entity"
 Into
Florida Limited Liability Company

This Certificate of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

J B RE Associates, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a LLC.
 (Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of New Jersey
 (Enter state, or if a non-U.S. entity, the name of the country)

on 10-13-04.
 (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 Limited Liability Company as set forth in the **attached Articles of Organization**:

J B RE Associates, LLC

(Enter Name of Florida Limited Liability Company)

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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 Organization, if an effective date is listed therein.)

Signed this 5th day of January 2007.

Signature of Authorized Person: [Handwritten Signature]

Printed Name: Juergen Brendel Title: Pres.

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

JB RE Associates, LLC

(Must end with the words "Limited Liability Company," "Limited Company" or their abbreviation "LLC," or "L.C.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

— JB RE ASSOCIATES, LLC
— 10 Venetian Way, apt. 2001
— Miami Beach, FL 33139

— same

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Jorgeon Brundell
10 Venetian Way, Suite 2001
Florida street address (P.O. Box NOT acceptable)
Miami Beach FL 33139
City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 obligations of my position as registered agent as provided for in Chapter 608, F.S.

Jorgeon Brundell
Registered Agent's Signature (REQUIRED)

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ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

MGR

MGRM

Name and Address:

Jorge Bernal
10 Venetian Way, Suite 2001
Miami Beach, FL 33139

Carole Bernal
JB RE ASSOCIATES, LLC
10 Venetian Way, apt. 2001
Miami Beach, FL 33139

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____
(OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Jorge Bernal
Typed or printed name of signee

Filing Fees:

- \$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

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