

L11 000007190

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

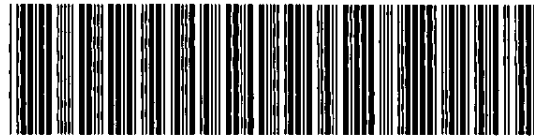
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

11 JAN 18 PM 3:47

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11 JAN 18 PM 4:12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

B. KOHR

JAN 18 2011

EXAMINER

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
11 JAN 18 PM 4: 12

CONTACT: KATIE WONSCH

DATE: 01/18/2011

REF. #: 001575.140436

CORP. NAME: SCENTS OF NATURE ENTERPRISES CORP.

- | | | |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input checked="" type="checkbox"/> CERTIFICATE OF CONVERSION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 538187 FOR \$ 150.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|--|
| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

CERTIFICATE OF CONVERSION
TO
A LIMITED LIABILITY COMPANY

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
11 JAN 18 PM 4:12

This Certificate of Conversion is submitted to convert **SCENTS OF NATURE ENTERPRISES CORP.**, a Florida corporation, into a Florida limited liability company, and it states as follows:

P4600008 2245

1. The name of the corporation, immediately prior to the filing of this Certificate, is **SCENTS OF NATURE ENTERPRISES CORP.**, and it was incorporated in the State of Florida on October 4, 1996.
2. The name of the limited liability company, immediately following the filing of this Certificate and as set forth in its attached Articles of Organization, is **SCENTS OF NATURE ENTERPRISES LLC**. Its principal office is 8860 NW 24 Terrace, Miami, Florida 33172.
3. This conversion complies with the Florida Business Corporation Act and the Florida Limited Liability Company Act, and same was adopted and approved by the board of directors and all of the shareholders of the corporation.

IN WITNESS WHEREOF, the referenced entities have caused this *Certificate of Conversion to a Limited Liability Company* to be executed as of January 11, 2011.

**SCENTS OF NATURE ENTERPRISES
CORP.**

By: 
Name: Marcelo Moreno-Bo, President

SCENTS OF NATURE ENTERPRISES LLC

By: 
Name: Marcelo Moreno-Bo, Member

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
11 JAN 18 PM 4: 12

**ARTICLES OF ORGANIZATION
FOR
SCENTS OF NATURE ENTERPRISES LLC**

**ARTICLE I
NAME**

The name of the Limited Liability Company is **SCENTS OF NATURE ENTERPRISES LLC**.

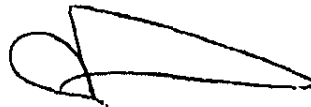
**ARTICLE II
ADDRESS**

The mailing and street address of the principal office of the Limited Liability Company is 8860 NW 24 Terrace, Miami, Florida 33172.

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The name and the Florida street address of the registered agent are Carlos M. Machado, Esq., The Minorca Building, 2030 Douglas Road, Suite 210, Coral Gables, FL, 33134.

IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization this 11 day of January 2011.



MARCELO MORENO-BO, Member

CERTIFICATE OF REGISTERED AGENT
OF
SCENTS OF NATURE ENTERPRISES LLC

Having been named as registered agent and to accept service of process for the above limited liability company, at the place designated in its Articles of Organization, I hereby accept 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.



Carlos M. Machado, Esq.