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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

LO8-102592

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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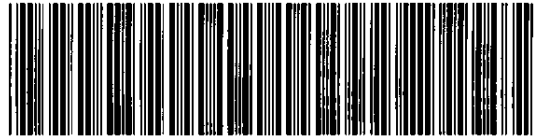
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A. LUNT

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2009 MAY 11 PM 2:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**GUTTENMACHER & BOHATCH, P.A.**

ATTORNEYS AT LAW

JOHN S. BOHATCH  
LUCELLY DUEÑAS  
EDWARD P. GUTTENMACHER  
TIMOTHY L. SMITH\*

PRACTICE LIMITED TO  
PROBATE, ESTATE PLANNING,  
BUSINESS PLANNING & TAXATION

\*LL.M. TAXATION

WEALTH PLANNING &  
TRANSACTIONAL ALLIANCE  
WITH ADAMS GALLINAR, P.A.

7301 SOUTHWEST 57TH COURT  
SUITE 560  
SOUTH MIAMI, FLORIDA 33143

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GULFVIEW POINTE  
2647 GULFVIEW DRIVE  
KEY WEST, FLORIDA 33040

TELEPHONE (305) 294-1521  
TELEFAX (305) 292-4016

PLEASE REPLY TO:  
SOUTH MIAMI

May 7, 2009

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

RE: CONVERSION OF R.F. INVESTMENT PROPERTIES, LLC TO  
R.F. INVESTMENT PROPERTIES, INC.

FILED  
2009 MAY 11 PM 2:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To Whom it May Concern:

Enclosed please find the Certificate of Conversion and the Articles of Incorporation for the above referenced. Additionally, you will find a check in the amount of \$113.75 representing the filing fees and the fee for a certified copy of the certificate of conversion. I have also enclosed a self addressed stamped envelope for your convenience.

Please feel free to contact me should you have any questions.

Sincerely,

GUTTENMACHER & BOHATCH, P.A.

JOHN S. BOHATCH

JSB/jdf

Enclosure

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** R.F. INVESTMENT PROPERTIES, 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:

JOHN S. BOHATCH, ESQ.

Contact Person

GUTTENMACHER & BOHATCH, P.A.

Firm/Company

7301 SW 57th Court, Suite 560

Address

South Miami, FL 33143

City, State and Zip Code

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

For further information concerning this matter, please call:

John S. Bohatch, Esq.

Name of Contact Person

at ( 305 )

666-1040  
Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$105.00 Filing Fees
- \$113.75 Filing Fees and Certificate of Status
- \$113.75 Filing Fees and Certified Copy
- \$122.50 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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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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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:

R.F. INVESTMENT PROPERTIES, 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, sole proprietorship, 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 6-2-99 October 31, 2008  
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:

R.F. INVESTMENT PROPERTIES, INC.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: 05/05/2009  
(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.)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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Signed this 5<sup>th</sup> day of May, 2009.

**Required Signature for Florida Profit Corporation:**

Signature of Chairman, Vice Chairman, Director, Officer, or if Directors or Officers have not been selected, an Incorporator: Rolando Franco

Printed Name: ROLANDO FRANCO, JR. Title: Director

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

Signature: Rolando Franco  
Printed Name: ROLANDO FRANCO, JR. Title: MGRM

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

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**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)

**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:

R.F. INVESTMENT PROPERTIES, INC.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailling address is:

1635 SW 15th STREET  
MIAMI, FL 33145

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Real Property Investments

**ARTICLE IV SHARES**

The number of shares of stock is:

100

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

List name(s), address(es) and specific title(s):

ROLANDO FRANCO, JR.  
1635 SW 15th STREET  
MIAMI, FL 33145

**ARTICLE VI REGISTERED AGENT**

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

ROLANDO FRANCO, JR.  
1635 SW 15th STREET  
MIAMI, FL 33145

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

ROLANDO FRANCO, JR.  
1635 SW 15th STREET  
MIAMI, FL 33145

\*\*\*\*\*

*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*

*Rolando Franco*  
Signature/Registered Agent

*Rolando Franco*  
Signature/Incorporator

05/05/09  
Date

05/05/09  
Date

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TALLAHASSEE, FLORIDA