

P13000081383

(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



900251412519

09/18/13--01022--018 \*\*113.75

FILED  
13 OCT -1 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1113-57794

MD 10/3



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 23, 2013

MARCO FERRI  
2525 PONCE DE LEON BLVD., SUITE 1225  
CORAL GABLES, FL 33134

SUBJECT: ONEBLADE, INC.  
Ref. Number: W13000052794

We have received your document for ONEBLADE, INC. and your check(s) totaling \$113.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The documents are being returned per your request.

If you have any further questions concerning your document, please call (850) 245-6052.

Maryanne Dickey  
Regulatory Specialist II  
New Filing Section

Letter Number: 113A00022318



Avila Rodriguez Hernandez  
Mena & Ferri LLP

Ana M. Sanz, Paralegal  
Direct: (786) 594 4102  
Email: [asanz@arhmf.com](mailto:asanz@arhmf.com)

**VIA FEDERAL EXPRESS**

September 30, 2013

Charter Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: *Certificate of Conversion and Articles of Incorporation*  
ONEBLADE, INC. (the "Corporation")

Dear Sir/Madam:

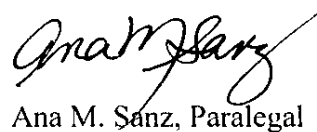
We are resubmitting the Certificate of Conversion and Articles of Incorporation to be filed for the subject Corporation. Please provide our office with a Certified Copy of the filed documents.

We previously enclosed our check in the sum of \$113.75 representing the filing fees and certified copy fees, which is to be utilized for this filing. Kindly forward the certified copies to my attention in the enclosed Federal Express envelope.

Should you have any questions, please do not hesitate to contact me.

Yours very truly,

**AVILA RODRIGUEZ HERNANDEZ  
MENA & FERRI LLP**



Ana M. Sanz, Paralegal

/ams  
Enclosures

**CERTIFICATE OF CONVERSION  
FOR  
ONEBLADE, LLC  
INTO  
ONEBLADE, INC.**

**FILED**  
13 OCT - 1 AM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert ONEBLADE, LLC into ONEBLADE, INC., in accordance with Section 607.11 Florida Statutes:


1. The name of the limited liability company immediately prior to the filing of this Certificate of Conversion is: ONEBLADE, LLC (the "Company"). *L130000415693*
2. The Company is a limited liability company organized under the laws of the State of Florida on March 27, 2013.
3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation is: ONEBLADE, INC. (the "Corporation").
4. This Certificate of Conversion will be effective upon filing with the Florida Secretary of State.

Signed this 16<sup>th</sup> day of September, 2013.

ONEBLADE, INC.

By:   
Marco Ferri, Director

ONEBLADE, LLC

By:   
Marco Ferri, Authorized  
Representative of a Member

**ARTICLES OF INCORPORATION**

**OF**

**ONEBLADE, INC.**

The undersigned, acting as incorporator of ONEBLADE, INC., pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is:

ONEBLADE, INC.

**ARTICLE II. ADDRESS**

The principal place of business of the corporation shall be:

2525 Ponce de Leon Blvd., Suite 1225  
Coral Gables, FL 33134

The mailing address of the corporation shall be:

2525 Ponce de Leon Blvd., Suite 1225  
Coral Gables, FL 33134

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized for the purposes of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 20,000,000 shares of common stock having a par value of \$0.01 per share.

**FILED**  
13 OCT -1 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

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

Interamerican Corporate Services LLC  
2525 Ponce de Leon Blvd., Suite 1225  
Coral Gables, Florida 33134

FILED  
13 OCT -1 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator is:

Marco Ferri  
2525 Ponce De Leon Blvd., Suite 1225  
Coral Gables, FL 33134

The incorporator of the corporation assigns to this corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the Board of Directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

**ARTICLE VIII. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

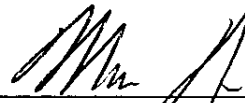
**ARTICLE IX. DIRECTORS**

The name and address of the initial Directors is/are:

Marco Ferri  
2525 Ponce De Leon Blvd., Suite 1225  
Coral Gables, FL 33134

Maria Perez  
2525 Ponce De Leon Blvd., Suite 1225  
Coral Gables, FL 33134

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation as of September 16, 2013.

  
\_\_\_\_\_  
Marco Ferri, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That ONEBLADE, INC., Inc. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 2525 Ponce de Leon Blvd., Suite 1225, Coral Gables, State of Florida, has named Interamerican Corporate Services LLC, as its agent to accept service of process within this state.


FILED  
13 OCT 1 AM 11:12  
STATE  
SECRETARY  
TALLAHASSEE  
FLORIDA

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and that it is familiar with, and accepts, the obligations of that position.

Signed and dated this September 16, 2013.

Interamerican Corporate Services LLC

By:   
\_\_\_\_\_  
Marco Ferri, Manager