

P 15000051795

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

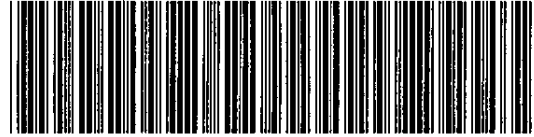
(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gf 6/16/15

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: Soleil Asset Ventures 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:

Diane S. Williams
Contact Person

Soleil Asset Ventures Inc.
Firm/Company

1431 Eagle Ridge Run
Address

Bel Air, MD 21014
City, State and Zip Code

diane@soleilav.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Diane S. Williams at (206) 948-6915
Name of Contact Person 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:
Charter Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Charter Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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 TALLAHASSEE, FLORIDA

SOLEIL ASSET VENTURES
Real Estate Investment Company

VIA OVERNIGHT DELIVERY

June 3, 2015

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

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15 JUN 10 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attention: Claretha Golden, Regulatory Specialist II

Re: ***Conversion of Soleil Asset Ventures Ltd.***
Reference Number W15000036276

Dear Ms. Golden:

Enclosed is your letter of May 21, 2015 and the Certificate of Conversion and Articles of Incorporation for the subject entity.

Per your letter, you indicated that a Certificate of Domestication and Articles of Incorporation would need to be filed. Per our telephone conversation on June 2, 2015, the Certificate of Conversion is acceptable since the conversion is permitted by the laws of the jurisdiction that governed this entity. As we also discussed, we updated the Articles of Incorporation to use the ending "Inc." in Florida.

Please record the enclosed documents and let me know if you need anything further to process this request. Your assistance in this regard is greatly appreciated.

Sincerely,



Diane S. Williams
Vice President and Secretary

DSW:tbs

Enclosures

RECEIVED
15 JUN 10 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 21, 2015

DIANE S. WILLIAMS
1431 EAGLE RIDGE RUN
BEL AIR, MD 21014

SUBJECT: SOLEIL ASSET VENTURES LTD.
Ref. Number: W15000036276

We have received your document for SOLEIL ASSET VENTURES LTD. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to s. 607.1801, F.S., a foreign corporation may become domesticated in the state of Florida by filing with the Florida Department of State a Certificate of Domestication and Articles of Incorporation. The appropriate forms and instructions are included for your convenience.

The use of LIMITED or LTD. is not sufficient as a corporate designation. The name must include a word such as INCORPORATED, INC., CORPORATION or CORP.

Please return the corrected original and one copy of 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) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 815A00010825

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DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Soleil Asset Ventures Ltd.

Enter Name of Other Business Entity

2. The "Other Business Entity" is a corporation
(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 Nevada
(Enter state, or if a non-U.S. entity, the name of the country)

on May 15, 2013
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:

Florida

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

Soleil Asset Ventures Inc.

Enter Name of Florida Profit Corporation

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 Incorporation, if an effective date is listed therein.**)

Signed this 13th day of May, 2015.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: *Diane S. Williams*

Printed Name: Diane S. Williams Title: Vice President and Secretary

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

Signature: *Diane S. Williams*
Printed Name: Diane S. Williams Title: Vice President and Secretary

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

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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ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: Soleil Asset Ventures Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

Principal street address	Mailing address, if different is:
<u>1350 Boyer Street</u>	<u></u>
<u>Longwood, FL 32750</u>	<u></u>
<u></u>	<u></u>

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

real estate investing and any other lawful purpose.

ARTICLE IV SHARES

The number of shares of stock is: 1,000

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: <u>William N. Zachman, President</u>	Name and Title: <u></u>
Address: <u>1350 Boyer Street</u>	Address: <u></u>
<u>Longwood, FL 32750</u>	<u></u>
Name and Title: <u>Diane S. Williams, VP and Secretary</u>	Name and Title: <u></u>
Address: <u>1350 Boyer Street</u>	Address: <u></u>
<u>Longwood, FL 32750</u>	<u></u>
Name and Title: <u>Richard F. Williams, VP and Treasurer</u>	Name and Title: <u></u>
Address: <u>1350 Boyer Street</u>	Address: <u></u>
<u>Longwood, FL 32750</u>	<u></u>

ARTICLE VI REGISTERED AGENT

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

Name: William N. Zachman

Address: 1350 Boyer Street

Longwood, FL 32750

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

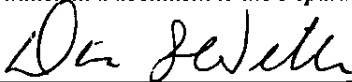
Name: Diane S. Williams
Address: 1350 Boyer Street
Longwood, FL 32750

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

By: 
Required Signature/Registered Agent

5/13/2015
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.


Required Signature/Incorporator

05/13/2015
Date

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TALLAHASSEE, FLORIDA