



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 10, 2016

RUY MACHADO
P.O. BOX 1781
JUPITER, FL 33468

SUBJECT: URBAN EQUITY GROUP, INC.
Ref. Number: W16000026310

We have received your document for URBAN EQUITY GROUP, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The name listed in both the Certificate of Conversion and Articles of Incorporation is not distinguishable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved business entity. The name of a voluntarily dissolved business entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved business entity provides the Department of State with an affidavit or letter, stating that they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

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) 245-6052.

Stacy Prather
Regulatory Specialist III

Letter Number: 016A00009703

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

16 MAY 31 AM 10:39

RECEIVED

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: URBAN EQUITY GROUP 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:

RUY MACHADO

Contact Person

FIRM BUSINESS VENTURES, LLC

Firm/Company

P.O BOX 1781

Address

JUPITER, FL 33468

City, State and Zip Code

EMAIL@RUYMACHADO.COM

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

For further information concerning this matter, please call:

RUY MACHADO

at (561) 972-8335

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:

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

MAILING ADDRESS:

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

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:

FIRM BUSINESS VENTURES, LLC

LOG-115983

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,
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 12/07/2009
Enter date "Other Business Entity" was first organized, formed or incorporated

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

16 MAY 31 PM 1:55

APPROVED
AND
FILED

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:**

URBAN EQUITY GROUP, INC. ^{USA}

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.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signed this 28 day of MARCH, 2016.

Required Signature for Florida Profit Corporation:

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

Printed Name: RUY MACHADO Title: OWNER/OFFICER

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

Signature: *[Handwritten Signature]*

Printed Name: Ruy Machado Title: Manager/owner.

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

16 MAY 31 PM 1:55

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AND
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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: URBAN Equity Group USA INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is:

Principal street address
6111 DRAKE ST
JUPITER FL 33468

Mailing address, if different is:
P.O. BOX 1781
JUPITER, FL 33468

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

16 MAY 31 PM 1:55

APPROVED
AND
FILED

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

REAL ESTATE INVESTMENT HOLDINGS AND MANAGEMENT

ARTICLE IV SHARES

The number of shares of stock is: 1,000 AT A PRICE OF \$1 PER STOCK

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: RUY MACHADO CEO/ OWNER Name and Title: _____

Address: 6111 DRAKE STREET Address: _____
JUPITER, FL 33458

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

ARTICLE VI - REGISTERED AGENT

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

Name: RUY MACHADO
Address: 6111 DRAKE STREET
JUPITER, FL 33458

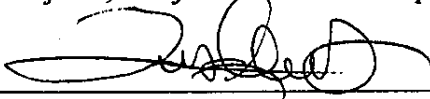
ARTICLE VII INCORPORATOR

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

Name: RUY MACHADO
Address: P.O. BOX 1781
JUPITER, FL 33468

APPROVED
AND
FILED
16 MAY 31 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

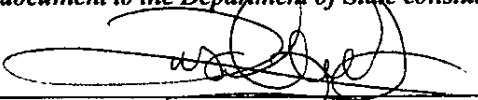


Required Signature/Registered Agent

03/28/16

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

03/28/16.

Date