

A19000000032

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

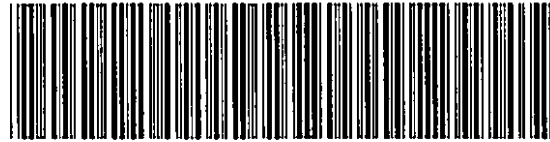
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CIBO WINE BAR MIAMI LP

Name of Resulting Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Conversion, Certificate of Limited Partnership, and fees are submitted to convert an "Other Organization" into a Florida Limited Partnership or Limited Liability Limited Partnership in accordance with s. 620.2104, F.S.

Please return all correspondence concerning this matter to:

JENNIFER RUZ

Contact Person

RUZ & RUZ PL

Firm/Company

7355 SW 87 AVENUE, SUITE 200

Address

MIAMI, FL 33173

City, State and Zip Code

JRUZ@RUZLAW.COM

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

For further information concerning this matter, please call:

JENNIFER RUZ

Name of Contact Person

at (305) 921-9326

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$1,052.50 Filing Fees ☐ \$1,061.25 Filing Fees ☐ \$1,105.00 Filing Fees ☐ \$1,113.75 Filing Fees,
((\$52.50 for Conversion and Certificate of and Certified Copy Certified Copy, and
and \$1,000 – Certificate) Status 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

CERTIFICATE OF CONVERSION FOR
OTHER BUSINESS ENTITY INTO
FLORIDA LIMITED PARTNERSHIP

This Certificate of Conversion and attached Certificate of Limited Partnership are submitted to convert the following "Other Business Entity" into a Florida Limited Partnership in accordance with s.620.2104, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: CIBO WINE BAR MIAMI LLC.
2. The "Other Business Entity" is a limited liability company first organized under the laws of the State of Florida on May 14, 2012.
3. The name of the Florida Limited Partnership as set forth in the attached Certificate of Limited Partnership is: CIBO WINE BAR MIAMI LP.
4. The conversion was approved as required by Chapter 620, F.S., and was approved in such a manner that complied with the converting organization's governing law.
5. This conversion is to be effective on the date of filing.
6. The conversion is permitted by the applicable law(s) governing the other business entity and the other business entity complies with such law(s) in effecting the conversion.
7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized.

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SIGNATURE PAGE FOLLOWS]

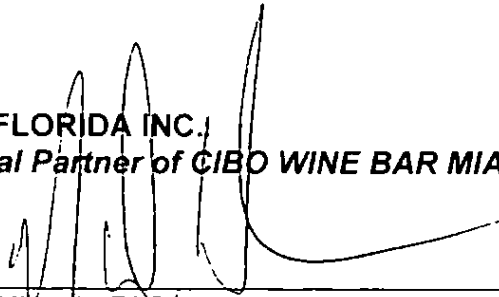
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Signed this 28 day of February, 2018.

Individual(s) signing as General Partner and on behalf of the Other Business Entity affirm that the facts stated in this document are true. Any false information constitutes a third-degree felony as provided for in s.817.155, F.S.

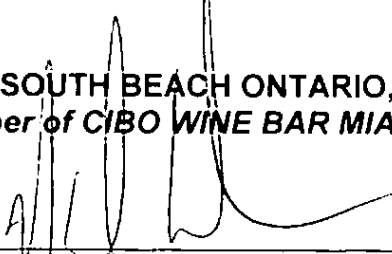
Signature of each General Partner listed in attached Certificate of Limited Partnership:

**CIBO FLORIDA INC.,
General Partner of CIBO WINE BAR MIAMI LP**


By: Niccola Di Donato
Title: President

Required Signature(s) on behalf of Other Business Entity:

**CIBO SOUTH BEACH ONTARIO, LP
Member of CIBO WINE BAR MIAMI LLC**


By: Niccola Di Donato
Title: General Partner

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CERTIFICATE OF LIMITED PARTNERSHIP FOLLOWS]**

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CERTIFICATE OF LIMITED PARTNERSHIP FOR
CIBO WINE BAR MIAMI LP

1. The name of the Limited Partnership is:

CIBO WINE BAR MIAMI LP

2. The street address of the initial designated office is:

200 SOUTH POINTE DRIVE
MIAMI BEACH, FL 33139

3. The mailing address of the initial designated office is:

997 NORTH GREENWAY DR
CORAL GABLES, FL 33134

4. The name of the Registered Agent for Service of Process is:

ANTHONY DI DONATO

5. The street address of the Registered Agent for Service of Process is:

997 NORTH GREENWAY DR
CORAL GABLES, FL 33134

6. Signature of Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature of Registered Agent

7. The limited partnership **does not** elect to be a limited liability partnership.
8. The name and address of each general partner:

Name:

CIBO FLORIDA INC.

Business Address:

997 NORTH GREENWAY DR
CORAL GABLES, FL 33134

Signed this 28 day of February, 2018.

Individual(s) signing as General Partner and on behalf of the Other Business Entity affirm that the facts stated in this document are true. Any false information constitutes a third-degree felony as provided for in s.817.155, F.S.

Signature of each General Partner:

CIBO FLORIDA INC.

By: Niccola Di Donato

Title: President

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