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SECRETARY OF STATE
ALLAHASSEE, FINALE

## **COVER LETTER**

Division of Corporations
SUBJECT: NARANCHOCO LLC (Name of Resulting Florida Limited Company)
The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.
Please return all correspondence concerning this matter to:
Les Gardi (Contact Person) Les Gardi CPA
(Firm/Company)  7061 S. Tamiami Trail  (Address)
Sarasata Fl. 34231 (City, State and Zip Code)  Float
For further information concerning this matter, please call:  Les Garol.  (Name of Contact Person)  at (941) 925-2099  (Area Code and Daytime Telephone Number)
Enclosed is a check for the following amount:
\$150.00 Filing Fees S155.00 Filing Fees S180.00 Filing Fees S185.00 Filing Fees, Certified Copy & Certified Copy, and Certificate of Status of Organization)
STREET ADDRESS: Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle  MAILING ADDRESS: Registration Section Division of Corporations Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Tallahassee, FL 32301

## **Certificate of Conversion**

For

# "Other Business Entity"

Into

## Florida Limited Liability Company

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this				
Certificate of Conversion is:				
NARANCHOCO INC				
(Enter Name of Other Business Entity)				
2. The "Other Business Entity" is a <u>Corporation</u> <u>V0700082748</u> (Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)				
first organized, formed or incorporated under the laws ofFlorida				
on July 20, 2007 (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 Limited Liability Company as set forth in the attached Articles of Organization:				
NARANCHOCO LLC				
(Enter Name of Florida Limited Liability Company)				

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; <u>AND</u> 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)			
Signed this 25 day of July 2007.			
Signature of Authorized Person: Francis Man			
Printed Name: Francisco Merino Title: President			

## Fees:

Certificate of Conversion:

\$25.00

Fees for Florida Articles of Organization:

\$125.00

Certified Copy:

\$30.00 (Optional) \$5.00 (Optional)

Certificate of Status:

Page 2 of 2



### ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

The name of the Limited Liability	ty Company is:		
(Must end with the words "Limited Liabilit "LLC.")		C.," or the designation	u under
ARTICLE II - Address: The mailing address and street a Liability Company is:	ddress of the principal offi	ce of the Limited	
Principal Office Address:	Mailing	Address:	
7061C S. Tamiani. Sarasote Fl. 34231	Trail SV USA SV	2me	**
	rve as its own Registered Agent. You stration.)  address of the registered agent. You have the stration of the registered agent. You have the strategies of the registered agent. You have the registered agent agent. You have the registered agent agent. You have the registered age	gent are:    SECHI   S	07 JUL 30 BY
Sacas	City, State, and Zip	A2N 1561E	, van se

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in

Registered Agent's Signature (REQUIRED)

(CONTINUED)
Page 1 of 2

## ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

<u>Title:</u> "MGR" = Manager "MGRM" = Managing Member	Name and Address:
MGR	Francisco Merino 7061 S Tamiemi Trail Sarasota, Pl. 34231 USA
ARTICLE V: Effective date, if other than the (OPTIONAL) (If an effective date is listed, the date must be	
business days prior to or 90 days after the da  REQUIRED SIGNATURE:	
of this document constitutes an aff	08(3), Florida Statutes, the execution irmation under the penalties of perjury ted herein are true.)
Francisco Mer Typed or print	ed name of signee
William Woods	

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional) \$ 5.00 Certificate of Status (Optional)