

109000084884

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

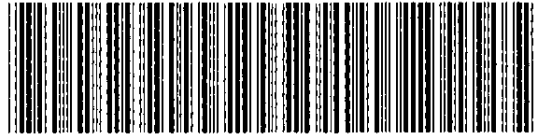
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500158787265

09/01/09--01007--013 **640:00 **15%

FILED

09 SEP - 1 AM 10:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

SEP 2 2009

EXAMINER

TOBIN & REYES, P.A.

LAW OFFICES
THE PLAZA - SUITE 204
5355 TOWN CENTER ROAD
BOCA RATON, FLORIDA 33486
TELEPHONE (561) 620-0656
FACSIMILE (561) 620-0657

Writer's E-Mail: aarmas@tobinreyes.com

August 28, 2009

Via Federal Express

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

FILED
09 SEP - 1 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Conversion Documents for: (a) B.E.M. Holdings Corp., a Florida corporation; (b) Light House Point FP, Inc., a Florida corporation; (c) Plantation FP, Inc., a Florida corporation; and (d) Furniture "R" Us, Inc., a Florida corporation (collectively, the "Converting Corporations").

Dear Sir/Madam:

Please find enclosed herein for your review and subsequent filing with the Secretary of State of Florida (a) four (4) Certificates of Conversion for other Business Entity into a Florida Limited Liability Company for each of the Converting Corporations, and (b) Articles of Organization for (i) B.E.M. Holding, LLC, a Florida limited liability company; (ii) Lighthouse Point FP, LLC, a Florida limited liability company; (iii) Plantation FP, LLC, a Florida limited liability company; and (iv) Furniture "R" Us, LLC, a Florida limited liability company. Please be advised that each of the Converting Corporations has taken all action required by applicable law to convert to a limited liability company.

Additionally, please find enclosed herein a check in the amount of \$640.00 made payable to the Florida Department of State in full payment of any and all filing fines payable in connection with this matter.

August 28, 2009
Page 2

If you should have any questions regarding the enclosed or any of the foregoing, please call me immediately.

Very truly yours,

TOBIN & REYES, P.A.


Angel Armas, Esq.

FILED
09 SEP -1 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Conversion
For
Light House Point FP, Inc.
Into
Florida Limited Liability Company

This Certificate of Conversion ("Certificate") is submitted to convert **LIGHT HOUSE POINT FP, INC.**, a Florida corporation (the "Corporation") into a Florida limited liability company in accordance with Sections 607.1112 and 607.1113 of the Florida Statutes.

P04000092815 6-16-04

1. The Corporation has been converted into a Florida limited liability company in compliance with Chapters 607 and 608 of the Florida Statutes.
2. The Plan of Conversion has been approved by the Board of Directors of the Corporation in compliance with Chapter 607 of the Florida Statutes.
3. The effective date of conversion of the Corporation shall be the date of filing of this Certificate.
4. The address of the Florida limited liability company is 14100 N.W. 60th Avenue, Miami Lakes, Florida 33014.
5. The Shareholders of the Corporation have unanimously consented to the conversion of the Corporation into a Florida limited liability company, and have waived all of their respective appraisal rights under Section 607 of the Florida Statutes.

Dated: August 26, 2009.

LIGHT HOUSE POINT FP, INC.
Florida corporation

By: 
Meir Elazar, President

LIGHTHOUSE POINT FP, LLC, a
Florida limited liability company

By: 
Meir Elazar, Managing Member

FILED
09 SEP - 1 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
LIGHTHOUSE POINT FP, LLC**

The undersigned subscriber to these Articles of Organization hereby forms a limited liability company under the Florida Limited Liability Company Act.

ARTICLE I.

The name of this limited liability company is Lighthouse Point FP, LLC.

ARTICLE II.

The limited liability company's mailing address and principal office is:

14100 N.W. 60th Avenue
Miami Lakes, Florida 33014

ARTICLE III.

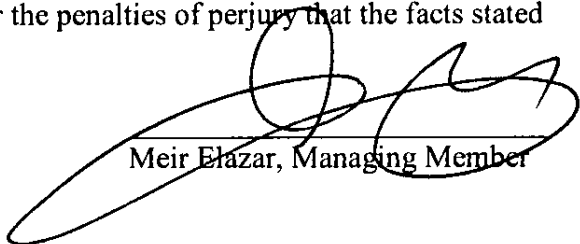
The limited liability company's initial Registered Agent and Registered Office in the State of Florida shall be:

Tobin & Reyes, P.A.
5355 Town Center Road
Suite 204
Boca Raton, Florida 33486

ARTICLE IV.

The limited liability company will be managed by members in accordance with the limited liability company's operating agreement and is, therefore, a member managed company.

In accordance with Section 608.408(3), Florida Statutes the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Meir Elazar, Managing Member

FILED
09 SEP - 1 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

LIGHTHOUSE POINT FP, LLC

Pursuant to Section 608.415 of the Florida Limited Liability Company Act (the "Act"), the following is submitted, in compliance with said Act:

That Lighthouse Point FP, LLC desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization, has named Tobin & Reyes, P.A., 5355 Town Center Road, Suite 204, Boca Raton, Florida 33486, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated limited liability company, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 26 day of August 2009.

TOBIN & REYES, P.A.

By: 

David S. Tobin,
President

FILED
09 SEP - 1 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA