

L09000117945

(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

G. MCLEOD

DEC 11 2009

EXAMINER



500163441405

12/10/09--01021--022 **185.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
09 DEC 10 PM 3:44

ARISTA & HERRÁN

GABLES INTERNATIONAL PLAZA
2655 SOUTH LE JEUNE ROAD, 5TH FLOOR
CORAL GABLES, FLORIDA 33134
TELEPHONE: (305) 444-7662
FACSIMILE: (305) 444-7275
Info@AristaLaw.com

December 7, 2009

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: EMBM ENTERPRISES INC

To Whom It May Concern:

Enclosed please find: (1) the Certificate of Conversion and fee submitted to convert an "Other Business Entity" into a Florida limited liability company in accordance with s. 608.439, F.S.; and (2) the Articles of Organization and fee submitted for filing.

Please return all correspondence concerning this matter to:

Eduardo R. Arista, Esq.
Arista & Herrán, PL
Gables International Plaza
2655 Le Jeune Road, 5th Floor
Coral Gables, Florida 33134

For further information concerning this matter, please call Eduardo R. Arista, at (305) 444-7662.

Enclosed is a check in the amount of \$185.00 for the filing, certified copy, and Certificate of Status of the Certificate of Conversion and Articles of Organization.

Sincerely,
ARISTA & HERRÁN



Eduardo R. Arista

ERA/ao
Enclosures

**CERTIFICATE OF CONVERSION
FOR
EMBM ENTERPRISES INC
INTO
EMBM ENTERPRISES, LLC**

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 §608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: EMBM ENTERPRISES INC

2. The "Other Business Entity" is a corporation first organized, formed, or incorporated under the laws of the State of Florida on October 10, 2001.

3. The jurisdiction of the "Other Business Entity" has not changed.

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organizations shall be EMBM ENTERPRISES, LLC.

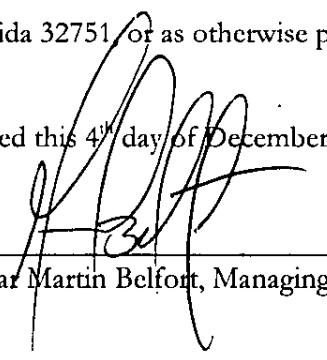
5. The plan of conversion was approved by the converting Florida Corporation in accordance with Florida Statutes Chapter 607, and as required by the governing law of the "Other Business Entity."

6. The effective date of the conversion shall be the same as the date of filing.

7. The initial street address of the principal office shall be 2324 Coawood Court, Suite 12-100, Maitland, Florida 32751, or as otherwise provided by the Operating Agreement.

8. The initial mailing address shall be 2324 Coawood Court, Suite 12-100, Maitland, Florida 32751 or as otherwise provided by the Operating Agreement.

Signed this 4th day of December, 2009.



Edgar Martin Belfort, Managing Member

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
09 DEC 10 PM 3:44**

**ARTICLES OF ORGANIZATION OF
EMBM ENTERPRISES, LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I

NAME

The name of the Limited Liability Company is as follows:

EMBM ENTERPRISES, LLC

ARTICLE II

ADDRESS

The initial street address of the principal office and mailing address is 2324 Coawood Court, Suite 12-100, Maitland, Florida 32751, or as otherwise provided by the Operating Agreement.

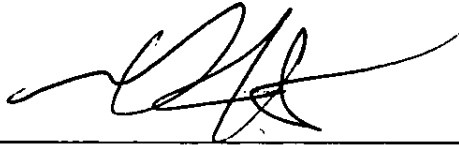
ARTICLE III

REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the initial registered agent are:

Eduardo R. Arista, Esq.
Arista & Herrán
Gables International Plaza
2655 Le Jeune Road, 5th Floor
Coral Gables, Florida 33134

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 7th day of December, 2009.



Eduardo R. Arista, Esq., Authorized Representative of a Member

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for EMBM ENTERPRISES, LLC at the place designated in Article III above. 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 under Chapter 608, Florida Statutes.



Eduardo R. Arista, Esq., Registered Agent