

L10006101898

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

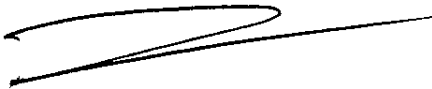
(Business Entity Name)

(Document Number)

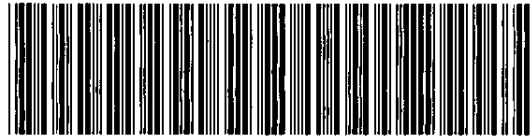
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DIVISION OF CORPORATIONS
2010 SEP 29 AM 11:04
NOT NEEDED
TO ACKNOWLEDGE
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EFFECTIVE DATE 10/1/2010

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SECRETARY OF STATE
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10 SEP 29 PM 2:35

B. KOHR

SEP 29 2010

EXAMINER

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11250 NW 25th Street, Suite #100 • Doral, FL 33172
T:305-599-0839 • F:305-592-9591

September 28, 2010

Florida Department of State
Division of Corporation
2661 Executive Center Circle
Tallahassee, FL 32301

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RE: **Articles of conversion**

BENITEZ & COMPANY CPA'S CORP.
Document # P07000094511

Enclosed please find a check number 11489 , made payable to Secretary of State
in the amount of \$ 180.00. .

Thank you, for your courteous cooperation

Please return to:

FASTKIT CORP.
11250 NW 25th St. Suite 100
Miami, FL 33172

Address to
Put in EXPRESS
Box up front

EFFECTIVE DATE 10/1/2010

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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:
BENITEZ & COMPANY CPA'S CORP

99000048660

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a CORPORATION
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of STATE OF FLORIDA
(Enter state, or if a non-U.S. entity, the name of the country)

on MAY 28, 1999
(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**:

BENITEZ & COMPANY CPAS, LLC
(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: OCTOBER 1, 2010
(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 Organization, if an effective date is listed therein.)

Signed this 27 day of SEPTEMBER 20¹⁰.

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: *J Benitez*
Printed Name: JUAN F. BENITEZ Title: Manager.

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

Signature: *J Benitez*
Printed Name: Juan F. Benitez Title: President

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

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.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

**Articles of Organization
Benitez & Company CPAS, LLC
A Florida Limited Liability Company**

EFFECTIVE DATE 10/1/2010

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a Limited Liability Company under Chapter 608 of the Florida Statutes, providing for the formation, rights, privileges, and immunities of Limited Liability Companies for Profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business for such Limited Liability Company.

**ARTICLE I
NAME OF LIMITED LIABILITY COMPANY**

The name of the Limited Liability Company shall be: Benitez & Company CPAS, LLC

**ARTICLE II
DURATION**

The term of existence of this limited liability company shall be perpetual.

**ARTICLE III
PURPOSE AND POWERS**

The general nature of the business to be transacted, and which the Limited Liability Company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of Limited Liability Companies shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes and the laws of Florida.
2. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, and to perform and carry out, assign, cancel or rescind any of such contracts.

The foregoing statement of purpose shall be constructed as a statement of both purpose and power, and shall be liberally constructed in the aid of the powers on the Limited Liability Company, and the powers and purpose stated herein shall, in no way limit or restrict the powers granted under the laws of the State of Florida.

**ARTICLE IV
MAILING ADDRESS AND
PRINCIPAL PLACE OF BUSINESS**

The mailing address of this Limited Liability Company shall be:
8001 SW 24 Street
Miami, Florida 33155

The principal place of business of this Limited Liability Company shall be:
8001 SW 24 Street
Miami, Florida 33155

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10 SEP 29 PM 2 35

**ARTICLE V
INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The address of the initial registered office of the Limited Liability Company is and the name of the initial Registered Agent is:

Juan F. Benitez
8001 SW 24 Street, Miami, Florida 33155

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 Chapter 608, F.S..



Registered Agent's Signature

**ARTICLE VI
CAPITAL CONTRIBUTION**

The initial capital contributors of the Limited Liability Company shall be the amount of ONE THOUSAND (\$1,000.00) DOLLARS paid entirely in cash. Additional contributions will be made as required for the investment purpose, as determined by the Members of this Limited Liability Company.

**ARTICLE VII
ADMISSION OF NEW MEMBERS**

The admission of new members shall be solely by unanimous agreement of the existing members.

**ARTICLE VIII
CONTRIBUTION OF BUSINESS**

The remaining Members of this Limited Liability Company shall have the right to continue the business of the Company, on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or any other event which terminates the continued membership of a member.

**ARTICLE IX
MANAGEMENT**

The Limited Liability Company shall be managed by a majority vote of its members owning a majority interest in the Company.

**ARTICLE X
MANAGER(S) OR MANAGING MEMBER(S)**

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

<u>Title:</u>	<u>Name and Address:</u>
Member	Juan F. Benitez, 8001 Coral Way, Miami, FL 33155
Managing Member	Juan F. Benitez, 8001 Coral Way, Miami, FL 33155

**ARTICLE XI
RESTRICTION ON TRANSFER**

No member may transfer or assign his or its interest in this Limited Liability Company except upon unanimous consent of the existing members or as otherwise provided for by the Members.

The undersigned, being one of the Members of this Limited Liability Company, hereby certifies that the forgoing constitutes the Articles of Organization of:
Benitez & Company CPAS, LLC.

Executed by the undersigned at Miami, Miami-Dade County, Florida,
This 27 day of September, 2010.

BY:



Juan F. Benitez, Managing Member