

L11000102189

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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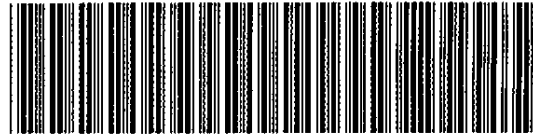
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

D. BRUCE

SEP 07 2011

EXAMINER



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

August 31, 2011

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

Re: Simply Beans, Corp.

To Whom It May Concern:

Enclosed please find: (1) Certificate of Conversion and fee submitted to convert an "Other Business Entity" into a Florida limited liability company in accordance with s.607.1112, F.S.; and (2) the Articles of Organization and fee submitted for filing.

Please return all correspondence concerning this matter to:

FASTKIT CORP.  
11250 NW 25 ST., SUITE 100  
MIAMI, FL 33127

For further information concerning this matter, please call Lidia Fernandez, at 305-599-0839.

Enclosed is a check in the amount of \$ 180.00 for the filing, certified copy, and certificate of status of the Certificate of Conversion and Articles of Organization.

Sincerely,

Lidia Fernandez

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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:

SIMPLY BEANS CORP.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a CORPORATION P11000017515  
(Enter entity type. Example: corporation, limited partnership,  
general partnership, common law or business trust, etc.)

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

on 02/18/2011  
(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:

FLORIDA

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

SIMPLY BEANS 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; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.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, formed or incorporated.

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Signed this 29 day of AUGUST 2011.

**Signature of Member or Authorized Representative of Limited Liability Company:**

Individual signing affirms 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 Member or Authorized Representative: Marta S. Antunez Mayolo  
Printed Name: MARTHA ANTUNEZ DE MAYOLO Title: PRESIDENT/DIRECTOR

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

Signature: Marta S. Antunez Mayolo  
Printed Name: MARTHA ANTUNEZ DE MAYOLO Title: PRESIDENT/DIRECTOR

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.

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ARTICLES OF ORGANIZATION OF  
SIMPLY BEANS LLC.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, Florida Statute 608 - Florida Limited Liability Company Act, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I NAME

The name of this Limited Liability Company shall be SIMPLY BEANS LLC. (the 'Company').

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAIL ADDRESS

The physical business and mailing address of this company shall be:

1007 N. Federal Hwy #400  
Ft Lauderdale, FL 33304

ARTICLE III MANAGEMENT

Management of this limited liability is reserved to its members, whose names and addresses are as follows:

NAMES	ADDRESS
Martha Antunez De Mayolo Manager Member	833 NE 19 <sup>th</sup> Terr. Ft Lauderdale, FL 33304
Pamela A. Bush Manager Member	833 NE 19 <sup>th</sup> Terr. Ft Lauderdale, FL 33304

ARTICLE IV ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be as determined in accordance with the Regulations of the Limited Liability Company.

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ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida Street address of the initial registered agent is:

Martha Antunez De Mayolo  
833 NE 19<sup>th</sup> Terr.  
Ft Lauderdale, FL 33304

ACKNOWLEDGMENT:

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.

  
Martha Antunez De Mayolo

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TALLAHASSEE, FLORIDA

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ARTICLE VI MEMBERS' RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be as determined in accordance with the Regulations of the Limited Liability Company.

ARTICLE VII DURATION

This Limited Liability Company shall exist perpetually until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

Dated this 29<sup>th</sup> day of August 2011.

Martha S. Antunez, Mayolo

Martha Antunez De Mayolo  
Authorized Representative of a Member

(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 are true) I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

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