

L13000113385

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

W13-44268

AUG 12 2013

D. BRUCE



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 8, 2013

GENESIS TAX HOUSE
ATTN: LIVIA DELGADO
1100 S FEDERAL HIGHWAY, 2ND FLOOR
DEERFIELD BEACH, FL 33441

SUBJECT: DOLMEN INDUSTRIAL LLC
Ref. Number: W13000044268

We have received your document for DOLMEN INDUSTRIAL LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Deborah Bruce
Regulatory Specialist II

Letter Number: 513A00019013

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Conversion from Corp to LLC for: **DOLMEN INDUSTRIAL INC**
Attached: Check # 1527 = \$150.00 (fee payment)

Once filed, please send docs/confirmation back to:

Genesis Tax House

Att. Livia Delgado

1100 S Federal Hwy – 2 floor

Deerfield Beach, FL 33441

If you have any questions, please contact me back.

Thank you,

Livia Delgado

Accountant Assistant

(954) 782-4000 • Fax: (954) 782-8252

livia.delgado@genesistaxhouse.com



**GENESIS
TAX HOUSE**

Florida Office (954) 782-4000 • Fax (954) 782-8252

1100 S Federal Highway • Deerfield Beach • Florida • 33441

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TALLAHASSEE, FLORIDA

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:

DOLMEN INDUSTRIAL INC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a CORPORATION P13000051277

(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 JUNE 13, 2013

(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**:

DOLMEN INDUSTRIAL 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 01 day of AUGUST 2013.

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: [Signature]

Printed Name: VANIA R.T. MATEIRO

Title: MANAGER

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: [Signature]

Printed Name: VANIA R.T. MATEIRO

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)

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ARTICLES OF ORGANIZATION
OF
DOLMEN INDUSTRIAL LLC

**The undersigned subscriber to these Articles of Organization is a Natural Person
competent to contract and hereby form a Limited Liability Company under the provisions
of Chapter 608.407 of the Florida Statutes.**

ARTICLE I – NAME

The name of this Limited Liability Company shall be
Dolmen Industrial LLC
(Hereinafter, "Company").

ARTICLE II – ADDRESS

The principal office address of this Company shall be:
**1121 S Military Trail #306
Deerfield Beach, FL 33442**

and the mailing address of this Company shall be:
Same as principal.

ARTICLE III – DURATION / TERM OF EXISTENCE

This Company shall commence its existence on the date of the filing of these Articles with the Department of State. The existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV – PURPOSE OF BUSINESS AND POWERS

This Company may engage in any legal and lawful activity or business permitted under the laws of the United States and of this state. This Company may exercise all power and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

ARTICLE V – CAPITAL CONTRIBUTIONS

The members of this Company shall contribute to the capital of the Company the cash or property set forth in a written subscription agreement.

ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to this company only on the unanimous consent of all the members.

1.866.325.3829
304 Somerville Ave. Somerville, MA 02143
14 Union Ave. Framingham, MA 01702
33441



1.800.460.4829
1100 S Federal Hwy 2nd Floor
Deerfield Beach, FL

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TALLAHASSEE FLORIDA

ARTICLE VII – ADMISSION OF NEW MEMBERS

No additional members shall be admitted to this Company except with the unanimous consent of the majority of the members of this Company and on the terms determined by these Articles of Organization.

ARTICLE VIII – RESTRICTION ON MEMBERSHIP

A member may transfer his or her interest in this Company as set forth in the regulations of this Company, but the transferee shall have no right to participate in the management of the business and affairs of this Company or become a member unless the majority of the members of this Company other than the member proposing to dispose of his or her interest approve the proposed transfer by written consent.

ARTICLE IX – MANAGEMENT

This Company shall be managed by the members in accordance with the regulations adopted by the members for the management of the business and affairs of this company. These regulations may contain any provisions for the regulation and management of the affairs of this Company not inconsistent with law or these Articles of Organization. The names and addresses of the initial members who shall serve as the initial manager(s) until the successor(s) is (are) elected and qualify (iers) in accordance with the regulations of this Company is (are) as follow:

NAME	ADDRESS
Vania R. T. Mateiro Manager	1121 S Military Trail #306 Deerfield Beach, FL 33442

ARTICLE X – AMENDMENT

These Articles of Organization may be amended in accordance with the Florida Limited Liability Company Act.

ARTICLE XI – MEMBERS RIGHT TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in this Company, the remaining members shall have the right to continue the business provided there is at least one remaining member.

1.866.325.3829
304 Somerville Ave. Somerville, MA 02143
14 Union Ave. Framingham, MA 01702
33441



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ARTICLE XII – DISSOLUTION

This Company may be dissolved at any time on the affirmative vote of at least two thirds (2/3) of majority of the members of this Company entitled to vote thereon. On dissolution, the Company's property and assets shall, after payment of all debts of the Company, be distributed to the members according to the preceding contribution of each one to the capital of this Company.

ARTICLE XIII – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company shall be **1121 S Military Trail #306, Deerfield Beach, FL 33442**, and the name of the initial registered agent of this Company at that address is **Manoel G Mateiro Jr.**

IN WITNESS WHEREOF, the undersigned being the original members/organizers here in above named for the purpose of forming a Company to do business in the State of Florida, under the laws of the State of Florida, do make and file these Articles of Company, here by declaring and certifying that the facts herein stated all true set forth and hereunto set our hands and seals this **August 1, 2013**.



Genesis Tax House of Florida Inc - Organizer
Igor Gomes - President

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Company is **Dolmen Industrial LLC**
2. The name and address of the registered agent and office is:

MANOEL G MATEIRO JR.

Registered Agent

1121 S Military Trail #306

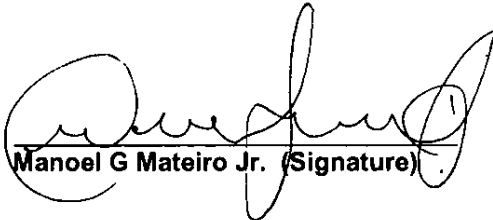
Address

Deerfield Beach, FL 33442

City - State - Zip

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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 the capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my position as registered agent as provided for in Chapter 608 - F.S.


Manoel G Mateiro Jr. (Signature)

August 1, 2013

(Date)