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(Requestor's Name)

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(City/State/Zip/Phone #)

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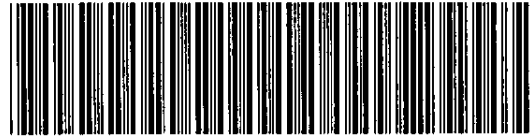
(Business Entity Name)

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TALLAHASSEE, FLORIDA

AUG 30 2013

J. BRYAN

MARIO A. LAMAR, P.A.
ATTORNEY AND COUNSELOR AT LAW

MARIO A. LAMAR
GUILAINE LAMAR SOSA

3971 S.W. 8TH STREET
MIAMI, FLORIDA 33134
Phone: (305) 442-4748
Fax: (305) 442-4737
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August 28, 2013

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

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TALLAHASSEE, FLORIDA

Re: Charles J. Fernandez CPA, P.L.

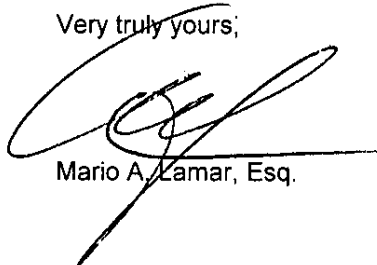
Gentlemen:

Enclosed please find the Articles of Organization of Charles J. Fernandez CPA, P.L., our check for \$150.00 to cover your fees, and duly executed Certificate of Conversion for filing and converting an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with §608.439, F. S.

Please return all correspondence concerning this matter to the undersigned at the address stated in this letter.

Should you have any questions, please call me.

Very truly yours,



Mario A. Lamar, Esq.

MAL :nr

enclosure

**Certificate of Conversion
for
"Other Business Entity"
into
Carlos J. Fernandez CPA, P. L.
Florida Limited Liability Company**

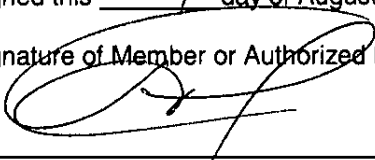
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TALLAHASSEE, FLORIDA

Pursuant to Section 608.439, Florida Statutes, Carlos J. Fernandez CPA, P. L. company, hereby submits this Certificate of Conversion to convert to a Professional Liability Company:

1. The name of the "Other Business Entity" immediately prior to filing this Certificate of Conversion is: Carlos J. Fernandez CPA, P.A. #P04000090823
2. The "Other Business Entity" is a Florida Professional Association first created on June 11, 2004 under the laws of the State of Florida.
3. The name of the Florida Limited Liability Company is Carlos J. Fernandez CPA, P.L. as set forth in the attached Articles of Organization.
4. The effective on the date of filing, is the date listed in the attached Articles of Organization.
5. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such laws(s) and the requirements of §608.439, F. S., in effecting the conversion.
6. The "Other Business Entity" currently exists on the official records of the State of Florida.

Signed this 27 day of August, 2013.

Signature of Member or Authorized Representative of Carlos J. Fernandez CPA, P.L.



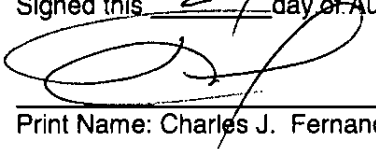
Print Name: Charles J. Fernandez

Title: Manager

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degrees felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative of Carlos J. Fernandez CPA, P.A.

Signed this 27 day of August, 2013.



Print Name: Charles J. Fernandez

Title: President

**ARTICLES OF ORGANIZATION
OF
CARLOS J. FERNANDEZ, CPA, P.L.
A FLORIDA LIMITED LIABILITY COMPANY**

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TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of Organization hereby for a Limited Liability Company under the Laws of the State of Florida.

**ARTICLE ONE
NAME**

The name of this limited liability company is:

Carlos J. Fernandez CPA, P.L. a Florida Limited Liability Company

**ARTICLE TWO
NATURE OF BUSINESS**

The general purpose of the business to be transacted by this company is:

To engage in every phase and aspect of the business of rendering the same professional services to the public that a certified public accountant duly licenced under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licenced under the laws of the State of Florida as Certified Public Accountant.

To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishments of the purposes or the attainment of the objects or the furtherance of such purposes or objects of this corporation.

To do any and all activities permitted under the laws of the United States and of the State of Florida.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

**ARTICLE THREE
DURATION**

The company is to exist perpetually and it shall commence its existence as of the date of execution of these Articles of Organization, provided such date is within five days from the date of filing, otherwise, on the date of filing. The company shall not be dissolved and is would not required to be wound up if, within 365 days, after the death of the last remaining member, the personal or other legal representative of the last remaining member agrees in writing to continue the limited liability company and agrees to the admission of the personal representative of such member or its nominee or designee to the limited liability company as a member, effective as of the date of the death of the last remaining member.

ARTICLE FOUR
PLACE OF BUSINESS AND REGISTERED AGENT

The principal place of business of this limited liability company shall be 615 Harbor Circle, Key Biscayne, Florida 33149, and such other place or places as the members from time to time may determine. The mailing address shall be the same as the business address.

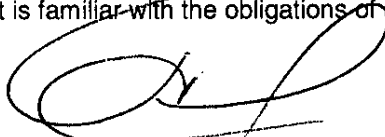
The initial registered agent of this limited liability company and its address is:

Charles J. Fernandez

615 Harbor Circle, Key Biscayne, Florida 33149

ARTICLE FIVE
ACCEPTANCE OF REGISTERED AGENT

The undersigned, Charles J. Fernandez, having been named as registered agent for this limited liability company, at the place designated in these articles of organization, hereby agrees to act in the capacity of registered agent, agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and certifies that it is familiar with the obligations of a registered agent.



Charles J. Fernandez, Registered Agent

ARTICLE SIX
MANAGING MEMBER

MANAGING MEMBERS OR MANAGERS

"MGR" = Manager

"MGRM" = Managing Member

The name and address of each managing member or managers is:

Title	Name & Address
MGR	Charles J. Fernandez 615 Harbor Circle, Key Biscayne, Florida 33149



Signature of a member of an authorized
representative of a member

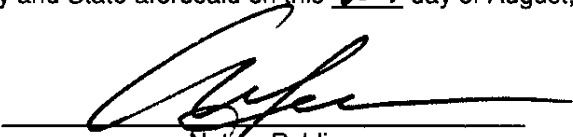
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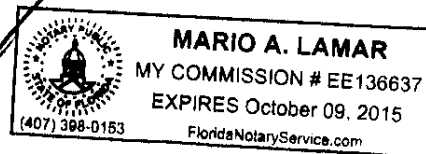
STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me on this day by Charles J. Fernandez, who is/are personally known to me or who produced a driver license or _____ as identification.

WITNESS my hand and official seal in the County and State aforesaid on this 27 day of August, 2013.

My Commission Expires


Notary Public



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2013 AUG 29 PM 4:04
CLERK OF THE DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR THE STATE
OF FLORIDA
MIAMI