

L13000166481

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

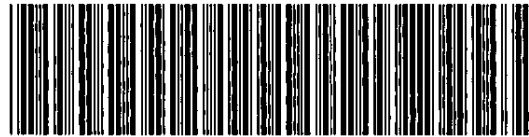
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



900253986209

11/27/13--01015--021 \*\*185.00

13 NOV 27 AM 10:09  
FALLS CHURCH, VIRGINIA  
CLERK OF COURT  
J. Shivers

J. Shivers DEC 02 2013

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** LES SOIRELLES, LLC

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Cynthia M. de Leon, Paralegal

(Contact Person)

FOLEY & LARDNER LLP

(Firm/Company)

2 S. Biscayne Blvd., Suite 1900

(Address)

Miami, Florida 33131

(City, State and Zip Code)

cdeleon@foley.com

E-mail address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Cindy de Leon or Veronica Vilarchao at ( 305 ) 482-8400

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- |   |   |   |   |
|---|---|---|---|
| <input type="checkbox"/> \$150.00 Filing Fees<br>(\$25 for Conversion<br>& \$125 for Articles<br>of Organization) | <input type="checkbox"/> \$155.00 Filing Fees<br>and Certificate of<br>Status | <input type="checkbox"/> \$180.00 Filing Fees<br>and Certified Copy | <input checked="" type="checkbox"/> \$185.00 Filing Fees,<br>Certified Copy, and<br>Certificate of Status |
|---|---|---|---|

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

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

12 NOV 27 AM 10:09  
TALLAHASSEE, FL  
DIVISION OF CORPORATIONS  
REGISTRATION SECTION

**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 LES SOIRELLES INC.

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on November 13, 2013.

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is LES SOIRELLES, LLC.

4. The conversion is permitted by the applicable laws governing the "Other Business Entity" and the conversion complies with such laws and the requirements of s.608.439, Florida Statutes, in effecting the conversion.

5. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Dated this 22 day of November, 2013.

**LES SOIRELLES, LLC**

By: 

Daniela Calbimonte, Member

**LES SOIRELLES INC.**

By: 

Daniela Calbimonte, President

13 NOV 27 AM 10:09  
FILED  
CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA

**ARTICLES OF ORGANIZATION  
FOR  
LES SOIRELLES, LLC,  
A FLORIDA LIMITED LIABILITY COMPANY**

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

**ARTICLE I. NAME**

The name of the limited liability company is **LES SOIRELLES, LLC** (the "Company").

**ARTICLE II. ADDRESS**

The mailing address and the street address of the principal office of the Company is 741 Crandon Blvd., Suite 403, Key Biscayne, Florida 33149-2503.

**ARTICLE III. PURPOSE**

The Company is organized for any and all lawful business.

**ARTICLE IV. DURATION**

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's operating agreement.

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

The name and Florida street address of the initial registered agent of the Company is Daniela Calbimonte, 741 Crandon Blvd., Suite 403, Key Biscayne, Florida 33149-2503.

**ARTICLE VI. MANAGERS**

The names and addresses of each Manager are as follows:

<u>Name</u>	<u>Addresses</u>
Daniela Calbimonte	741 Crandon Blvd., Suite 403 Key Biscayne, Florida 33149-2503
Alejandra M. Calbimonte	741 Crandon Blvd., Suite 403 Key Biscayne, Florida 33149-2503

Dated this 22 day of November, 2013.

  
\_\_\_\_\_  
Daniela Calbimonte, Member

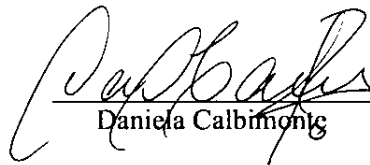
13 NOV 27 5:10 PM '09  
60-00149-12-000001

**ACCEPTANCE OF APPOINTMENT**  
**BY INITIAL REGISTERED AGENT**

**THE UNDERSIGNED**, having been named in Article V of the foregoing Articles of Organization for **LES SOIRELLES, LLC** as initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 608.415, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as registered agent of the limited liability company.

**DATED** this 22 day of November, 2013.

**REGISTERED AGENT:**

  
\_\_\_\_\_  
Daniela Calbimontg

13 NOV 27 PM 10:09  
11 2013