

L14000012500

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

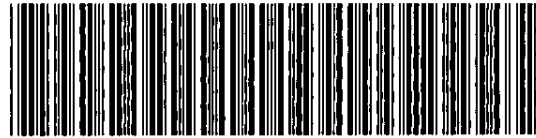
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

AR F1-2
for the Corp
1-21-14

Office Use Only



100255662161

01/16/14--01002--020 **150.00

W14-3514

TO ALL COUNTY CLERKS
SECRETARY OF FLORIDA

2014 JAN 16 PM 12:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 JAN 22 AM 10:55

FILED

100255662161 JAN 23 2014

FLORIDA RESEARCH & FILING SERVICES, INC.
1211 CIRCLE DRIVE
TALLAHASSEE, FL 32301
PHONE (850)364-8000

OFFICE USE ONLY

WALK-IN

ENTITY NAME:

____CRAG ENTERPRISES
LLC_____

CK# 6295 FOR \$ 150.00

PLEASE FILE THE ATTACHED ____Conversion____ & RETURN THE
FOLLOWING:

____ CERTIFIED COPY

__XXX__ STAMPED COPY

____ CERTIFICATE OF STATUS

****If the effective date in the Articles of Organization cannot be used. Please
white it out and file. Thanks!**

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 17, 2014

FLORIDA RESEARCH & FILING SERVICES, INC.

SUBJECT: CRAG ENTERPRISES LLC
Ref. Number: W14000003514

We have received your document for CRAG ENTERPRISES 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):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filings its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

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.

Tim Burch
Regulatory Specialist II

Letter Number: 614A00001197

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SECRETARY OF STATE
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.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:
CRAG ENTERPRISES INC.

(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 Florida
on 03/25/2013
(date of organization, formation or incorporation) (Enter state, or if a non-U.S. entity, the name of the country)

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:
CRAG Enterprises LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to date of receipt or filed date 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.)

5. The plan of conversion has been approved in accordance with ss. 605.1041-605.1046.

Signed this 16th day of January 2014

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: [Signature]

Printed Name: Carlos Ratto Title: Director

By: Julianna Needham, as Attorney-in-Fact

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

Signature: [Signature]

Printed Name: Carlos Ratto Title: Director

By: Julianna Needham, as Attorney-in-Fact

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:

Articles 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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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
CRAG Enterprises LLC

Article II. Address

The street address of the Company's initial principal office is:
CRAG Enterprises LLC
4421 Sheridan Ave
Miami Beach FL 33140

The mailing address of the Company's initial principal office is:
CRAG Enterprises LLC
4421 Sheridan Ave
Miami Beach FL 33140

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TALLAHASSEE, FLORIDA

Article III. Registered Agent

The name and street address of the Company's registered agent is:
HOXTON CONSULTING INC.
4421 SHERIDAN AVE
MIAMI BEACH FL 33140

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

Worldwide Management LLC
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410

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TALLAHASSEE, FLORIDA

Article VII. Company Existence

The Company's existence shall begin effective as of March 25, 2013.

The undersigned authorized representative of a member executed these Articles of Organization on 1/16/2014.



CORPORATE CREATIONS INTERNATIONAL INC.

Diana Serra Vice President

By: Julianna Needham, as Attorney-in-Fact

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

CRAG Enterprises LLC

REGISTERED AGENT/OFFICE:

**HOXTON CONSULTING INC.
4421 SHERIDAN AVE
MIAMI BEACH FL 33140
UNITED STATES**

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TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



HOXTON CONSULTING INC.

By: Julianna Needham, as Attorney-in-Fact

Date: March 25, 2013.

**Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107**