

L14000053884

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

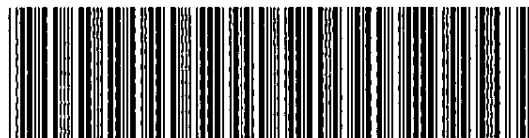
(Business Entity Name)

(Document Number)

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

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 27, 2014

EXPRESS

CORAL GABLES, FL

SUBJECT: JPD DEVELOPMENT, CORP.  
Ref. Number: P13000082703

We have received your document for JPD DEVELOPMENT, CORP. and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Organization, if any.

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 filing 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.

Tammi Cline  
Regulatory Specialist II

Letter Number: 014A00006534

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TALLAHASSEE, FLORIDA

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1000 Ponce de Leon Blvd. Suite: 105  
Coral Gables, FL 33134  
Phone: 305-444-4994  
Email: filing@ecfsfiling.com

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CORPORATION NAME(S) & DOCUMENT NUMBERS(S):

1. JPD Development, Corp. P13000082703  
(CORPORATE NAME) (DOCUMENT #)

2. \_\_\_\_\_  
(CORPORATE NAME) (DOCUMENT #)

3. \_\_\_\_\_  
(CORPORATE NAME) (DOCUMENT #)

☐ Walk-In

☒ Pick up time: \_\_\_\_\_

☒ Certified Copy

☐ Certificate Of Status

New Filings	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input checked="" type="checkbox"/>	Other: <u>Conversion Inc → LLC</u>

Amendments	
<input type="checkbox"/>	Amendments
<input type="checkbox"/>	Resignation
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Other:

Other Filings	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Apostille: <u>2014 MAR 26 PM 1:05</u>
<input type="checkbox"/>	Other: <u>SECRETARY OF STATE LAHARSEL, FLORIDA</u>

Examiners Initials

Articles of Conversion  
For  
"Other Business Entity"  
Into  
Florida Limited Liability Company

The Articles 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 the Articles of Conversion is:  
JPD DEVELOPMENT CORP.

(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 10/08/2013  
(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:  
JPD DEVELOPMENT L.L.C.

(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.

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Signed this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_\_.

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

Signature of Authorized Representative: \_\_\_\_\_

Printed Name: Pablo A. Dominguez Title: Manager Member

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

Signature: \_\_\_\_\_

Printed Name: Pablo A. Dominguez Title: President

Signature: \_\_\_\_\_

Printed Name: Jose A. Jerez Title: V/President

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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**ARTICLES OF ORGANIZATION OF  
JPD DEVELOPMENT L.L.C.**

The undersigned hereby subscribe to these Articles of Organization of a Limited Liability Company under the laws of the State of Florida.

**ARTICLE I**

The name of this Limited Liability Company is

**JPD DEVELOPMENT L.L.C.**

**ARTICLE II**

The mailing address of the principal office of this Limited Liability Company shall be 9740 SW 34<sup>th</sup> St., Miami, FL 33165 County of Miami Dade, State of Florida, but in such other place or places as the members from time to time may determine.

**ARTICLE III**

The period of duration for the Limited Liability Company shall be perpetual unless dissolved in accordance with the laws of the State of Florida, or as provided in the Operating Agreement adopted by the members.

**ARTICLE IV**

The date of existence shall begin upon the filing of these Articles of Organization and upon acceptance by the Secretary of State.

**ARTICLE V**

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida. Without limiting any of the purposes, powers and objects of this Limited Liability Company it is expressly declared and provided that this Limited Liability Company shall have power of purchase or otherwise acquire, undertake, improve or develop all or any of the business, good will, rights, assets and liabilities of any person, firm association or corporation carrying on any kind of business, or for the purpose of accomplishment of any of the purposes or attainment of its objects, to make and perform contracts of any kind and description and to do any and all other acts, and to exercise any and all powers either as principal, agent and/or broker, conferred by the laws of Florida upon limited liability companies, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by the laws of the United States of America and the laws of the State of Florida.

**ARTICLES OF ORGANIZATION OF  
JPD DEVELOPMENT L.L.C.**

**ARTICLE VI**

The Manager Members with voting power prorata to their interest shall manage the Limited Liability Company. The rights and duties of the Manager Members shall be set forth in the regulations of the Limited Liability Company which are incorporated herein by reference. The name and address are as follows:

Name	Address	Percent of Interest
Pablo A. Dominguez	9740 SW 34 <sup>th</sup> St. Miami, FL 33165	50%
Jose A. Jerez	12294 SW 29 <sup>th</sup> Terr Miami, FL 33175	50%

**ARTICLE VII**

In the event of withdrawal, 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 this company, this Limited Liability Company shall remain in existence and the remaining members have the right to continue in business pursuant to the applicable provisions of the regulations.

**ARTICLE VII**

The members of the Limited Liability Company shall adopt, alter, amend or repeal regulations containing all provisions for the regulation and management of this company, which shall be consistent with the laws of the United States of America, the laws of the State of Florida, the Operating Agreement or the Articles of Organization.

**ARTICLE IX**

Members of the Limited Liability Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions required by new members at the time the new member(s) are admitted. A member's interest in this Limited Liability Company may be transferred only with the unanimous written consent of all remaining members if the transferee intends to become a member.

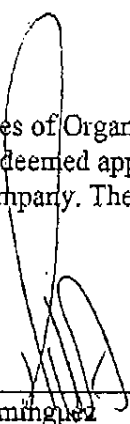
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TREASURY OF FLORIDA

ARTICLES OF ORGANIZATION OF

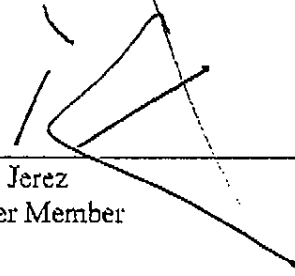
JPD DEVELOPMENT L.L.C.

ARTICLE X

These Articles of Organization may be amended at any time by the unanimous consent of the members as deemed appropriate to facilitate the accomplishment of the purpose of the Limited Liability Company. The amendment shall be executed and duly file with the Florida Department of State.



\_\_\_\_\_  
Pablo A. Dominguez  
Manager Member



\_\_\_\_\_  
Jose A. Jerez  
Manager Member

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ARTICLES OF ORGANIZATION OF  
JPD DEVELOPMENT L.L.C.

ARTICLE XII

Certificate of Designation of Registered Agent and Registered Office

Pursuant to the provisions of Chapter 605, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designation to Registered Agent and Registered Office in the State of Florida.


The name of the Limited Liability Company is

JPD DEVELOPMENT L.L.C.

The name and address of the Registered Agent and Registered Office:

Pablo A. Dominguez  
9740 SW 34<sup>th</sup> st.  
Miami, FL 33165

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, Maria D Gonzalez Borges, hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all relating to the proper and complete performance of my duties and I am familiar with and accept the obligation of my position as Registered Agent.

  
\_\_\_\_\_  
Pablo A. Dominguez  
Registered Agent

Sworn to and subscribed before me this 18 of March, 2014

  
\_\_\_\_\_  
Notary Public



JORGE R. LOPEZ  
MY COMMISSION # EE 045636  
EXPIRES: December 8, 2014  
Bonded Thru Budget Notary Services

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF  
JPD DEVELOPMENT L.L.C.


ARTICLE XI

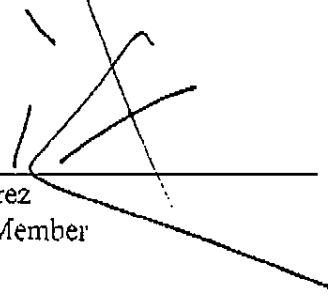
Affidavit of Membership and Contributions

The undersigned Manager Member(s), Member(s) or authorized representative(s) of a member of  
[corp name] deposes and states:

- I. The above named limited liability company has at least two (2) Manager Members.
- II. The total amount of cash contributed by the Manager Members with voting power is One Hundred (\$100.00) Dollars.
- III. If any, the agreed value of property other than cash contributed by each Manager Members with voting power is Zero (\$0.00) Dollars. A description, if any, of the property contributed is attached and made a part of this affidavit and a permanent part of the Articles of Organization.
- IV. The total amount of cash or property anticipated to be contributed by each Manager Member with voting power is One Hundred (\$100.00) Dollars. This total includes amounts from clauses (2) and (3) above.

In accordance with Section 605.0203(1)(b), Florida Statutes, this execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated here are true and correct. 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 Section 817.155, Florida Statutes.

  
\_\_\_\_\_  
Pablo A. Dominguez  
Manager Member

  
\_\_\_\_\_  
Jose A. Jerez  
Manager Member

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