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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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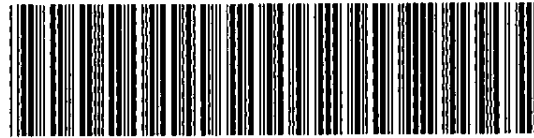
(Business Entity Name)

(Document Number)

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

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12/31/14--01014--001 \*\*180.00

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2014 DEC 31 AM 9:28  
NOT RECORDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

RECORDED  
2014 DEC 31 AM 9:36

14 DEC 31 AM 9:36

APPROVED  
AND  
FILED

DEC 31 2014  
T. HAMPTON

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

*\* File First \**

## FILING COVER SHEET

ACCT. #FCA-23

**CONTACT:** SAVANNAH DEBOER

**DATE:** 12/31/2014

**REF. #:** 9391532

**CORP. NAME:** DONNINI ENTERPRISES, INC. converting to: DONNINI ENTERPRISES, LLC

☐ ARTICLES OF INCORPORATION    ☐ ARTICLES OF AMENDMENT    ☐ ARTICLES OF DISSOLUTION

☐ ANNUAL REPORT    ☐ TRADEMARK/SERVICE MARK    ☐ FICTITIOUS NAME

☐ FOREIGN QUALIFICATION    ☐ LIMITED PARTNERSHIP    ☐ LIMITED LIABILITY

☐ REINSTATEMENT    ☐ MERGER    ☐ WITHDRAWAL

☐ CERTIFICATE OF CANCELLATION

☒ OTHER: ARTICLES OF CONVERSION

STATE FEES PREPAID WITH CHECK # 70033319 FOR \$ 180.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

☒ CERTIFIED COPY

☐ CERTIFICATE OF GOOD STANDING

☐ PLAIN STAMPED COPY

☐ CERTIFICATE OF STATUS

Examiner's Initials

*\* File First \**

Articles of Conversion  
of Donnini Enterprises, Inc.,  
a Florida corporation  
to Donnini Enterprises, LLC,  
a Florida limited liability company

Pursuant to the provisions of Section 605.1045, of the Florida Revised Limited Liability Company Act, and Section 607.1113 of the Florida Business Corporation Act, Donnini Enterprises, Inc., a corporation organized and existing under the laws of the State of Florida, for the purpose of converting to a limited liability company organized and existing under the laws of the State of Florida, hereby submits the following:

Article I

Converting Entity

The converting entity's name, jurisdiction of formation and type of entity are:

1436420

Donnini Enterprises, Inc. is a corporation organized and existing under the laws of the State of Florida, incorporated on December 31, 1984.

Article II

Converted Entity

The converted entity's name, jurisdiction of formation and type of entity are:

Donnini Enterprises, LLC is a limited liability company organized and existing under the laws of the State of Florida.

Article III

Public Organic Record

Attached hereto are Articles of Organization of Donnini Enterprises, LLC, for filing with the Department of State of the State of Florida contemporaneous with the filing of these Articles of Conversion.

APPROVED  
14 DEC 31 AM 9:36  
TAMARA L. HARRIS  
CLERK OF THE COURT

Article IV

Appraisal Rights

Donnini Enterprises, LLC has agreed to pay to the members of any limited liability company with appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061 through 605.1072 of the Florida Statutes.

Article V

Plan of Conversion

Donnini Enterprises, Inc. approved and adopted a Plan of Conversion in accordance with the provisions of all applicable Florida Statutes.

Article VI

Effective Date

The conversion shall be effective at 10:00 am. on December 31, 2014.

Executed this 31<sup>st</sup> day of December, 2014.

Donnini Enterprises, Inc.

By: [Signature]  
Name: Amarcio Alonso  
Title: President

Donnini Enterprises, LLC

By: [Signature]  
Name: Amarcio Alonso  
Title: Authorized Representative

APPROVED  
AND  
FILED  
14 DEC 31 AM 9:36  
CLERK OF CIRCUIT COURT  
IN AND FOR THE COUNTY OF  
DADE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**OF**  
**DONNINI ENTERPRISES, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, upon the conversion of Donnini Enterprises, Inc., a Florida corporation, adopts the following Articles of Organization:

**ARTICLE I**

Name

The name of the Company is **DONNINI ENTERPRISES, LLC** and its principal and mailing address is 2955 East 11<sup>th</sup> Avenue, Hialeah, Florida 33013

**ARTICLE II**

Effective Date of Conversion/Duration

The conversion shall be effective as of 10:00 a.m. on December 31, 2014.

The duration of the Company is perpetual.

**ARTICLE III**

Purposes

The general purposes for which the Company is organized are:

1. To transact any lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

APPROVED  
14 DEC 31 AM 9:36  
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## ARTICLE IV

### Registered Office and Agent

The street address of the registered office of the Company is Suite 602, 3850 Bird Road, Miami, Florida 33146, and the name of its registered agent at such address is Brent D. Klein.

## ARTICLE V

### Admission of Additional Members

No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company and upon such terms and conditions as shall be determined by all the members.

## ARTICLE VI

### Termination of Existence

The Company shall not be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company.

## ARTICLE VII

### Management

The management of the Company shall be reserved by its members, subject to, and in accordance with, the operating agreement adopted by, and any written agreements entered into by, the members for the management of the business and affairs of the Company.

## ARTICLE VIII

### Voting

Except as otherwise provided in the operating agreement adopted by, and any written agreement entered into by, the members, with respect to any matter requiring a vote of the members, each member shall have one vote for each one percent (1%) interest in the Company.

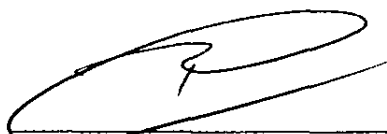
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## ARTICLE IX

### Operating Agreement

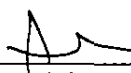
Except as otherwise provided in the operating agreement adopted by, and any written agreement entered into by, the members, the members may from time to time, by majority vote, adopt, alter, amend or repeal the operating agreement for the Company.

Executed by the undersigned, as the authorized representative of the members, this 31<sup>st</sup> day of December, 2014.

  
\_\_\_\_\_  
Daniel Alonso

### ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the registered agent by the above limited liability company at the place designated in the foregoing Articles of Organization, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

  
\_\_\_\_\_  
Brent D. Klein

APPROVED  
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