

U15000132007

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

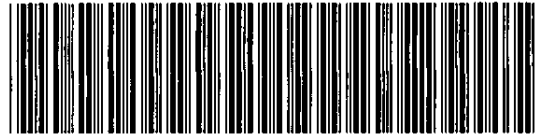
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



500274792815

08/05/15--01002--021 \*\*150.00

RECEIVED  
DEPARTMENT OF  
15 AUG -5 PM 3:27  
TO ADDITIONAL  
SUFFICIENCY OF FILING

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
15 AUG -5 PM 3:49

AUG 05 2015

T SCHROEDER

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Novastar Development, LLC

Conversion

Signature \_\_\_\_\_

Requested by: SETH

08/05/15

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

\_\_\_\_ Art of Inc. File \_\_\_\_\_

\_\_\_\_ LTD Partnership File \_\_\_\_\_

\_\_\_\_ Foreign Corp. File \_\_\_\_\_

\_\_\_\_ L.C. File \_\_\_\_\_

\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_ Trade/Service Mark \_\_\_\_\_

\_\_\_\_ Merger File \_\_\_\_\_

\_\_\_\_ Art. of Amend. File \_\_\_\_\_

\_\_\_\_ RA Resignation \_\_\_\_\_

\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_

\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_

\_\_\_\_ Cert. Copy \_\_\_\_\_

\_\_\_\_ Photo Copy \_\_\_\_\_

\_\_\_\_ Certificate of Good Standing \_\_\_\_\_

\_\_\_\_ Certificate of Status \_\_\_\_\_

\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_

\_\_\_\_ Corp Record Search \_\_\_\_\_

\_\_\_\_ Officer Search \_\_\_\_\_

\_\_\_\_ Fictitious Search \_\_\_\_\_

\_\_\_\_ Fictitious Owner Search \_\_\_\_\_

\_\_\_\_ Vehicle Search \_\_\_\_\_

\_\_\_\_ Driving Record \_\_\_\_\_

\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_

\_\_\_\_ UCC 11 Search \_\_\_\_\_

\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_

\_\_\_\_ Courier \_\_\_\_\_

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** NOVASTAR DEVELOPMENT, LLC  
(Name of Resulting Florida Limited Company)

The enclosed Articles 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. 605.1045, F.S.

Please return all correspondence concerning this matter to:

Daniel J. Serber  
(Contact Person)  
Serber & Associates, P.A.  
(Firm/Company)  
2875 NE 191st street, Suite 801  
(Address)  
Aventura, FL 33180  
(City, State and Zip Code)  
info@serberlawfirm.com  
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Yolanda L. Fornaris at (305) 9326262  
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount:

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

**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:  
Novastar Development, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Limited Liability Company  
(Enter entity type. Example: corporation, limited partnership,  
general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Delaware  
on 05/05/2015  
(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**:  
Novastar Development, 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.)

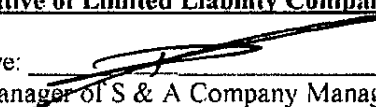
**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. The plan of conversion has been approved in accordance with all applicable statutes.

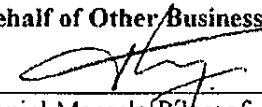
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
15 AUG -5 PM 3:49

Signed this 24<sup>th</sup> day of July, 2015.

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

Signature of Authorized Representative:   
Printed Name: Daniel J. Serber as manager of S & A Company Management, LLC  
Title: Manager

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

Signature:   
Printed Name: Daniel Marcelo Pilosof Title: Manager

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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
15 AUG -5 PM 3:49

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
15 AUG -5 PM 3:49

**ARTICLES OF ORGANIZATION  
FOR  
NOVASTAR DEVELOPMENT, LLC  
(A Florida Limited Liability Company)**

**ARTICLE I - Name:**

The name of the limited liability company is **NOVASTAR DEVELOPMENT, LLC** (the "Limited Liability Company").

**ARTICLE II - Duration:**

The period of duration for the Limited Liability Company shall commence on the date on which these Articles of Organization are filed with the Department of State of the State of Florida, and shall be perpetual.

**ARTICLE III - Purpose:**

The Limited Liability Company is formed to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act (Section 605.0201, Florida Statutes).

**ARTICLE IV - Address:**

The mailing address of the Limited Liability Company shall be 2875 NE 191<sup>st</sup> Street, Suite 801, Aventura, FL 33180.

The street address of the principal office of the Limited Liability Company shall be 2875 NE 191<sup>st</sup> Street, Suite 801, Aventura, FL 33180.

**ARTICLE V - Management:**

The management of the Limited Liability Company is reserved to the members. The Authorized Representative of the Limited Liability Company is:

AR: S & A Company Management, LLC  
2875 NE 191<sup>st</sup> Street, Suite 801  
Aventura, Florida 33180

**ARTICLE VI - Registered Agent:**

The registered agent for service of process on the Limited Liability Company shall be Daniel J. Serber, Serber & Associates P.A., 2875 NE 191<sup>st</sup> Street, Suite 801, Aventura, Florida 33180.

#### ARTICLE VII -- Debt and Contractual Liability

Any member may contract debt and/or incur contractual liability by or on behalf of the Limited Liability Company

**IN WITNESS WHEREOF**, in accordance with section 605.0203 (1) (b), F.S., the undersigned hereby affirms under the penalties of perjury that the facts stated hereinabove are true. He is aware that any false information submitted in a document to the Department of State constituted a third degree felony as provided for in s.817.155, F.S. The undersigned have executed this instrument as of this 24 of July, 2015

  
\_\_\_\_\_  
Daniel J. Serber, Authorized Representative of Member

#### ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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, Daniel J. Serber, hereby accepts the appointment as registered agent and agrees to act in this capacity. He further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and states that is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 605, F.S.

Dated this 24 of July, 2015

  
\_\_\_\_\_  
Daniel J. Serber, Esq., Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
15 AUG -5 PM 3:49