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(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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JUN 14 2016

T. SCOTT



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16 JUN - 8 PM 3:03

STATE OF CALIFORNIA
DIVISION OF CORPORATIONS

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: RSG PROPERTY DEVELOPMENTS, 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:

Jeremy D. Bowerman
(Contact Person)
Moraitis, Cofar, Karney & Moraitis
(Firm/Company)
915 Middle River Drive, Suite 506
(Address)
Fort Lauderdale, FL 33304
(City, State and Zip Code)
rcg257@aol.com
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Catherine Miethe at (954) 563-4163
(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
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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:
R&S USA, INC. PAW 1996 Y
(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 March 1, 1996
(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**:
RSG PROPERTY DEVELOPMENTS, LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: June 9, 2016.
(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.

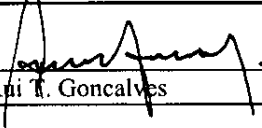
16 JUN -8 PM 3:03
DIVISION OF CORPORATIONS

Signed this 7th day of June 2016.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: X 
Printed Name: Rui T. Goncalves Title: Manager

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

Signature: X 
Printed Name: Rui T. Goncalves Title: President

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)

ARTICLES OF ORGANIZATION
OF
RSG PROPERTY DEVELOPMENTS, LLC
A FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE I - Name: The name of the Limited Liability Company is:

RSG PROPERTY DEVELOPMENTS, LLC, a Florida limited liability company.

ARTICLE II - Mailing and Street Address of Principal Office: The mailing and street address of the principal office of the Limited Liability Company is:

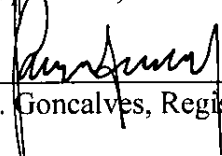
3049 N. Atlantic Blvd.
Fort Lauderdale, FL 33308

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Rui T. Goncalves
3049 N. Atlantic Blvd.
Fort Lauderdale, FL 33308

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 hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, Florida Statutes.

X 

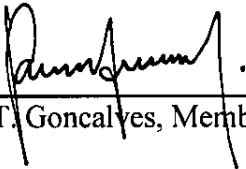
Rui T. Goncalves, Registered Agent

ARTICLE IV - Management:

The Limited Liability Company is to be managed by one or more managers and the name of the initial managers are **RUI T. GONCALVES** and **RUI C. GONCALVES**.

ARTICLE V - Effective Date: The Effective Date of these Articles of Organization is
June 9, 2016.

Signature of a member or an authorized representative of a member.

x .

Rui T. Goncalves, Member

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

Filing Fees:

\$ 100.00 - Filing Fee for Articles of Organization

\$ 25.00 - Designation of Registered Agent

\$ 30.00 - Certified Copy (optional)

\$ 5.00 - Certificate of Status (optional)