

L16000041638

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

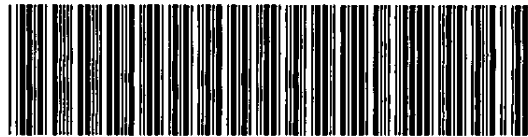
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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02/17/16--01010--028 **150.00

FILED

16 JUL 26 PM 3:25

RECEIVED

111614208 8/1/14

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: A Quality Learning World, 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:

Milton Greene Friedman.
(Contact Person)

Friedman Associates.
(Firm/Company)

6080 Ashwood Blvd. Ste 135.
(Address)

Ashwood, FL 33084
(City, State and Zip Code)

Friedman CPA FL@aol.com.
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Milton Friedman at (984) 362-7720.
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$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

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16 JUL 26 PM 3:25

FRIEDMAN ASSOCIATES
DUE DILIGENCE, FORENSIC, TAX & VALUATION CONSULTANTS

Hollywood:
Phone(954) 399-9947
Fax (954) 399-9684
FriedmanCPAFL@AOL.Com

Members:
Association of Insolvency and Restructuring Advisors
American Institute of Certified Public Accountants
Florida Institute of Certified Public Accountants
Association of Certified Fraud Examiners

Please Reply to:
6030 Hollywood Blvd; Suite 110
Hollywood, FL 33024

June 24, 2016

Florida Department of State Via Certified Mail 7015 0640 0007 5093 0865
Division of Corporations
P.O. 6327
Tallahassee, FL 32314

RE: Nice Properties, LLC Ref. Number W16000013838
 A Quality Learning World, LLC Ref. Number W16000014208
 Lady Su, LLC Ref. Number W1600013836

Dear Sirs,

Attached please find your April 2016 letters to me with respect to the above entities; and I respond as follows:

1. I have signed where my signature was missing on page two of the Articles of Conversion for A Quality Learning World, LLC
2. I have replaced the first page of the Certificate of Conversion for Nice Properties, Corporation. The response to the name of the LLC is now the same as is in the attached articles of organization.
3. The same as number two above, that is I have replaced the first page of the Certificate of Conversion for Lady Su, LLC

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16 JUL -1 PM 12:34

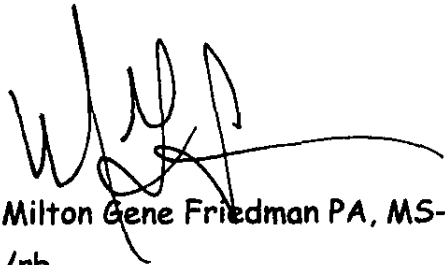
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1 JUL 26 PM 3:25

Thank you for your assistance and cooperation.

Very truly yours,

FRIEDMAN ASSOCIATES



Milton Gene Friedman PA, MS-Taxation, CFE, CFF, CIRA
/rb

CPA is regulated by the State of Florida.

The following are regulated by the respective organizations, not by the State of Florida:

Certified Fraud Examiner

Certified Insolvency & Reorganization Accountant

Certified in Financial Forensics

CC: Maria Talavera

Enclosures: Certificate of Conversion, Articles of Organization for Nice Properties, LLC

Articles of Conversion for A Quality Learning World, LLC

Certificate of Conversion, Articles of Organization for Lady Su, LLC

V:\Client Files\The Canales Investment Corp\2016-06-24 Ltr To FL Dept of Corporations Ref Articles of Conversion.wpd

**FRIEDMAN ASSOCIATES DUE DILIGENCE, FORENSIC, TAX
& VALUATION CONSULTANTS**



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 8, 2016

MILTON GENE FRIEDMAN
6030 HOLLYWOOD BLVD., STE.135
HOLLYWOOD, FL 33084

SUBJECT: A QUALITY LEARNING WORLD, LLC
Ref. Number: W16000014208

We have received your document for A QUALITY LEARNING WORLD, 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):

The document is illegible and not acceptable for imaging. We ask that you type or carefully print the information in the appropriate blocks.

Please correct number 3 on the Articles of Conversion to be consistent with the name in the Articles of Organization.

Please return the corrected original and one copy of 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) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 816A00014310

RECEIVED
16 JUL 26 PM 3:38
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
16 JUL 26 PM 3:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 29, 2016

MILTON GENE FRIEDMAN
6030 HOLLYWOOD BLVD., STE.135
HOLLYWOOD, FL 33084

SUBJECT: A QUALITY LEARNING WORLD, LLC
Ref. Number: W16000014208

We have received your document for A QUALITY LEARNING WORLD, 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 filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

You must submit Articles of Organization for the resulting Florida limited liability company along with the Articles of Conversion. The Articles of Organization must be signed by a member or an authorized representative of a member.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Maryanne Dickey
Regulatory Specialist II

Letter Number: 316A00003979

FILED
16 JUL 26 PM 3:25
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 13, 2016

MILTON GENE FRIEDMAN
6030 HOLLYWOOD BLVD., STE.135
HOLLYWOOD, FL 33084

SUBJECT: A QUALITY LEARNING WORLD, LLC
Ref. Number: W16000014208

We have received your document for A QUALITY LEARNING WORLD, 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):

Sorry for the oversight.

Sections 607.1113, 605.0203, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by an authorized representative. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Maryanne Dickey
Regulatory Specialist II

Letter Number: 316A00003979

FILED
16 JUL 26 PM 3:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

FILED
16 JUL 26 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.608.439, Florida Statutes.

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

A Quality Learning World, Corp

(Enter Name of Other Business Entity) P15000027587

2. The "Other Business Entity" is a Corporation

(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida

(Enter state, or if a non-U.S. entity, the name of the country)

on 07/20/15

(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

A Quality Learning World, Limited Liability Company

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: 01/18/16

(The effective date: 1) cannot be prior to 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.)

Signed this 27 day of January '20 16

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: [Signature]

Printed Name: Milt Friedman

Title: POA

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

Signature: [Signature]

Printed Name: Milt Friedman

Title: POA

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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16 JUL 26 PM 3:25
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

FILED

ARTICLE I - Name:

The name of the Limited Liability Company is:

16 JUL 26 PM 3:25

CLERK OF DISTRICT COURT
ALLAHBACH, FLORIDA

A QUALITY LEARNING WORLD, LIMITED LIABILITY COMPANY

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

9360 SW 164TH STREET
MIAMI, FL 33157

9360 SW 164TH STREET
MIAMI, FL 33157

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

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

MARIA VICTORIA TALAVERA CATALANO

Name

9360 SW 164TH STREET

Florida street address (P.O. Box **NOT** acceptable)

MIAMI

FL

33157

City

State

Zip

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, F.S.


Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

PRESIDENT

Name and Address:

MARIA VICTORIA TALAVERA CATALANO

9360 SW 164TH STREET

MIAMI, FL 33157

(Use attachment if necessary)

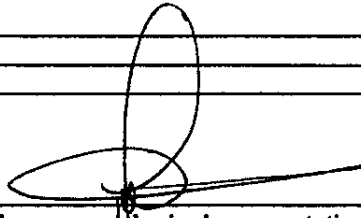
ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

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.

ARTICLE VI: Other provisions, if any.

REQUIRED SIGNATURE:



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

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes.
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 s.817.155, F.S.

Maria Victoria Talavera Catalano

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

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16 JUL 26 PM 3:25
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FALLING
16 JUL 26 PM 3:25