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#### PERLMAN, BAJANDAS, YEVOLI & ALBRIGHT, P.L.

ATTORNEYS AT LAW

April 12, 2017

#### VIA FEDEX

New Filing Section Florida Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Ladies and Gentlemen:

Enclosed is an Articles of Conversion and Articles of Organization for:

- 1. Junipi LLC –and–
- 2. JNP Investments LLC

together with a check in the amount of \$300 as follows:

\$150.00 filing fee for Junipi LLC \$150.00 filing fee for JNP Investments LLC

Please return <u>both</u> filing confirmations to my attention using the enclosed FedEx. Should you have any questions regarding this Certificate, do not hesitate to contact me at <u>rocchionero@pbyalaw.com</u> or by phone at (954) 566-7117. Thank you.

Very truly yours,

Rita Occhionero Corporate Paralegal

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**Enclosures** 

#### **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" immed JNP INVESTMENTS	liately prior to the filing of the Articles of Conversion is:  S CORP. PIGE 13581.
(Enter Name of Other E	
2. The "Other Business Entity" is a	
(Enter entity type.	Example: corporation, limited partnership, ship, common law or business trust, etc.)
First organized, formed or incorporated under the la	Florida
February 13, 2017	(Enter state, or if a non-U.S. entity, the name of the country)
(date of organization, formation or incorporation)	
3. The name of the Florida Limited Liability Comp	oany as set forth in the attached Articles of Organization:
JNP INVESTMENTS L	LC
(Enter Name of Florida Limited	Liability Company)
4. If not effective on the date of filing, enter the eff	ective date
(The effective date: 1) cannot be prior to date of after the date this document is filed by the Florid the effective date listed in the attached Articles o	receipt or filed date nor more than 90 calendar days in Department of State; AND 2) must be the same as of Organization, if an effective date is listed therein.) icable statutory filing requirements, this date will not be listed as the
5. The plan of conversion has been approved in acco	ordance with all applicable statutes.

6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to

which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

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Signed this 12th day of _	April 20 <u>17</u>			
Signature of Authorized Representative of Limited Liability Company:				
Signature of Authorized Repres Printed Name; Emma Fernandez	sentative:	Authorized Representative		
Printed Name: Elitina Fernandez	7	wardiorized Representative		
Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]				
Signature:				
Printed Name: Juan R. Curbelo Tab	oadu Title:	Director		
Signature:		•		
Printed Name:	Title:			
Signature:				
Printed Name:	Title:			
Signature:				
Printed Name:	Title:			
Signature:				
Printed Name:	Title:			
Signature:				
Printed Name:	Title:			
If Florido Companyting				
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:				

\$25.00

\$125.00

\$30.00 (Optional) \$5.00 (Optional)

Articles of Conversion:

Certificate of Status:

Certified Copy:

Fees for Florida Articles of Organization:

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## ARTICLES OF ORGANIZATION OF JNP INVESTMENTS LLC A FLORIDA LIMITED LIABILITY COMPANY

In forming a Florida Limited Liability Company (the "Company") under the Florida Revised Limited Liability Act, Chapter 605 of the Florida Statutes, the undersigned adopts the following Articles of Organization:

#### ARTICLE I NAME

The name of the Company is JNP INVESTMENTS LLC.

## ARTICLE II ADDRESS

The principal office of the Company is: 10012 NW 7<sup>th</sup> Street, Unit 109, Miami, FL 33172. The mailing address of the Company is: 10012 NW 7<sup>th</sup> Street, Unit 109, Miami, FL 33172.

### ARTICLE III REGISTERED AGENT AND REGISTERED ADDRESS

The Registered Agent of the Company is PBYA Corporate Services, LLC, the address of which is: 200 South Andrews Avenue, Suite 600, Fort Lauderdale, FL 33301.

#### ARTICLE IV MANAGEMENT

The Company shall be **MANAGER MANAGED**. The initial manager who shall serve until the first annual meeting of the member(s) or until a successor(s) is elected and qualified is as follows:

Manager:

Juan R. Curbelo Taboada

10012 NW 7th Street, Unit 109

Miami, FL 33172

[Remainder of Page Intentionally Blank; Signatures on Following Page(s)]

#### <u>ARTICLE V</u> <u>PURPOSE</u>

The purpose for which this Company is organized is any and all lawful business.

IN WITNESS WHEREOF, the undersigned authorized representative has hereunto set his hand and seal on this  $12^{th}$  day of April, 2017.

Emma R. Fernandez, Authorized Representative

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 605.0113, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the Company is JNP INVESTMENTS LLC.

The Registered Agent of the Company is PBYA Corporate Services, LLC, the address of which is: 200 South Andrews Avenue, Suite 600, Fort Lauderdale, FL 33301.

Having been named as registered agent and to accept service of process for the foregoing 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.

Dated as of the 12th day of April, 2017

SIGNED:

PBYA Corporate Services, LLC

By: Perlman, Bajandas, Yevoli & Albright, P.L., MGRM

By: Ricardo Bajandas, Manager

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