

L17000104287

(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



400299054334

05/11/17--01013--007 **150.00

FILED
17 MAY 11 AM 8:45
CLERK OF STATE
TAMPA, FLORIDA

T. BURCH
MAY 12 2017

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Peace Villa USA, 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:

Oliverio Lew

(Contact Person)

(Firm/Company)

3729 NE 214th Street

(Address)

Aventura, FL 33180

(City, State and Zip Code)

olew26@gmail.com

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Oliverio Lew at (305) 423-5960

(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

<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:

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

MAILING ADDRESS:

New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

ARTICLES OF CONVERSION

FOR

PEACE VILLA USA, INC

INTO

PEACE VILLA USA, LLC

FILED
17 MAY 11 AM 8:45
CLERK OF STATE
TALLAHASSEE, FLORIDA

The Articles of Conversion and attached Articles of Organization are submitted to convert PEACE VILLA USA, INC (the "Other Business Entity") into PEACE VILLA USA, LLC in accordance with Section 605.1045, Florida Statutes.

1. The name of the Other Business Entity immediately prior to the filing of this Articles of Conversion is currently: PEACE VILLA USA, INC.
2. The Other Business Entity is a corporation first organized under the laws of the State of Florida on April 5, 2017 effective February 25, 2016 and assigned Document No. P17000031178.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization shall be PEACE VILLA USA, LLC. Its principal place of business and mailing address shall be 3729 NE 214th Street, Aventura, FL 33180.
4. The effective date of this Articles of Conversion shall be May 5, 2017.
5. The plan of conversion has been approved in accordance with all applicable statutes.

6. The Other Business Entity has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061-605.1072, Florida Statutes.

The undersigned being the President of PEACE VILLA USA, INC, does hereby make and file this Articles of Conversion, hereby declaring and certifying that the facts herein stated are true, and executes this Articles of Conversion this 5th day of May, 2017.

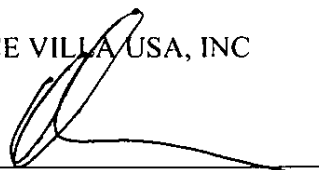
PEACE VILLA USA, LLC

By:


OLIVERIO LEW,
Authorized Representative

PEACE VILLA USA, INC

By:


OLIVERIO LEW, Director and President

ARTICLES OF ORGANIZATION OF
PEACE VILLA USA, LLC

ARTICLE I
NAME

The name of this Limited Liability Company shall be PEACE VILLA USA, LLC (the "Company").

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 3729 NE 214th Street, Aventura, FL 33180, and such other place or places as the member from time to time may determine. The mailing address of the Company is 3729 NE 214th Street, Aventura, FL 33180.

ARTICLE III
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The initial registered agent of the Company shall be OLIVERIO LEW. The address of the initial registered agent is 3729 NE 214th Street, Aventura, FL 33180.

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager – managed company. The name and address of the manager who will serve as manager until the first annual meeting of the member or until his successor is elected and qualified in accordance with the Operating Agreement or applicable law is:

OLIVERIO LEW
3729 NE 214th Street
Aventura, FL 33180

ARTICLE V
PURPOSE OF THE COMPANY

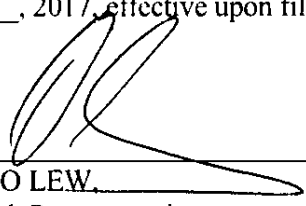
This limited liability company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE VI
DURATION

The period of duration of the Company shall be perpetual, and the Company shall be in existence until dissolved in a manner provided by law, or as provided in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the 5th day of May, 2017, effective upon filing same with the Florida Department of State.

BY:



OLIVERIO LEW.
Authorized Representative

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN FLORIDA.

1. The name of the limited liability company is:

PEACE VILLA USA, LLC
2. The name and address of the registered agent and office is:

OLIVERIO LEW
3729 NE 214th Street
Aventura, FL 33180

FILED
17 MAY 11 AM 8:46
CLERK OF STATE
TALLAHASSEE, FLORIDA

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, REGISTERED AGENT HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. REGISTERED AGENT FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.



OLIVERIO LEW

Date: May 5, 2017