

L17000173723

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

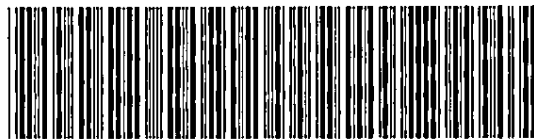
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900302531749

900302531749
08/15/17--01011--009 **370.00

FILED
2017 AUG 15 2:11:27
FEB 15 2017

RECEIVED
17 AUG 15 AM 11:02

08/15/17



COGENCYGLOBAL

Formerly known as
NATIONAL
CORPORATE
RESEARCH, LTD.
The Right Response at the Right Time, Every Time

115 N CALHOUN ST., STE. 4
TALLAHASSEE, FL 32301
866.625.0838
COGENCYGLOBAL.COM

Account#: I200000000088

Date: 8/15/2017

Name: KENDALL HOWELL

Reference #: T011558

Entity Name: GARDENVISION, INC.

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☒ Conversion

ISSUES - CALL KEN @
518-213-0738

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☒ Other GOOD STANDING & CERT COPY OF BOTH FILINGS

Authorized Amount: _____

Signature: _____

• CORPORATE HQ
COGENCY GLOBAL INC
10 E 40TH ST, 10TH FL
NY, NY 10016
800.221.0102
+1.212.947.7200

• EUROPEAN HQ
COGENCY GLOBAL (UK) LIMITED
REGISTERED IN ENGLAND & WALES
SECURITY LIMITED
6 BEVIS MARKS, 11 FL
LONDON EC3A 7BA
+44 (0)20.3786.1090

• ASIA PACIFIC HQ
COGENCY GLOBAL (HK) LIMITED
A HONG KONG LIMITED COMPANY
INFINITUS PLAZA, 12TH FL
199 DES VOEUX RD CENTRAL
HONG KONG
+852.3975.1803



COGENCYGLOBAL

Formerly known as
**NATIONAL
CORPORATE
RESEARCH, LTD.**
The Right Response at the Right Time, Every Time.

115 N CALHOUN ST., STE. 4
TALLAHASSEE, FL 32301
866.625.0838
COGENCYGLOBAL.COM

Account#: I200000000088

Date: 8/15/2017

Name: KENDALL HOWELL

Reference #: T011558

Entity Name: GARDENVISION, INC.

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☒ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☐ Other _____

ISSUES - CALL KEN @
518-213-0738

Authorized Amount: _____

Signature: _____

• CORPORATE HQ
COGENCY GLOBAL INC
10 E 40TH ST. 10TH FL
NY, NY 10016
800.221.0102
+1.212.947.7200

• EUROPEAN HQ
COGENCY GLOBAL (UK) LIMITED
REGISTERED IN ENGLAND & WALES
REGISTRY NO. 081077
6 BELVIS MARKS, 1ST FL
LONDON EC3A 7BA
+44 (0)20.3786.1090

• ASIA PACIFIC HQ
COGENCY GLOBAL (HK) LIMITED
A HONG KONG LIMITED COMPANY
INFINITUS PLAZA, 12TH FL
199 DES VOEUX RD CENTRAL
HONG KONG
+852.3975.1803

FILED

2017 AUG 15 AM 11:27

CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
IN FLORIDA

Articles of Conversion

For

"Other Business Entity"

Into

Florida Limited Liability Company

These 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 Sections 605.1045 and 607.1113, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is: GARDENVISION, INC. (the "Corporation").

(102-010572) ✓

2. The "Other Business Entity" is a corporation first incorporated under the laws of Florida on January 30, 2002. ✓

3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is GARDENVISION, LLC

4. The effective date of the conversion is upon filing of these Articles of Conversion with the Florida Department of State.

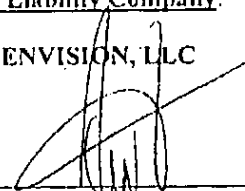
5. The plan of conversion has been approved in accordance with all applicable statutes.

[Signature Page Follows]

Signed this 15th day of August, 2017.

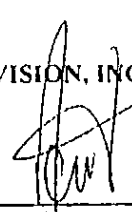
Signature of Authorized Representative of Limited Liability Company:

GARDENVISION, LLC

By: 
Name: Jose A. Costa, III
Title: Authorized Person

Signature on behalf of Other Business Entity:

GARDENVISION, INC.

By: 
Name: Jose A. Costa, III
Title: Vice President

FILED

2017 AUG 15 AM 11:27

CLERK OF COURT
CLERK OF COURT

ARTICLES OF ORGANIZATION
OF
GARDENVISION, LLC
(A Florida Limited Liability Company)

ARTICLE I
NAME

The name of the limited liability company (the "Company") is: Gardenvision, LLC

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Company are: 21800 SW 162 Avenue, Miami, Florida 33170.

ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT

The name and Florida street address of the Company's initial registered agent are: Arianna Cabrera de Oña, 21800 SW 162 Avenue, Miami, Florida 33170.

ARTICLE IV
EFFECTIVE DATE AND TIME

These Articles of Organization are effective upon the filing of these Articles of Organization with the Florida Department of State.

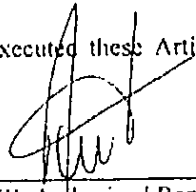
ARTICLE V
MANAGEMENT

The Company is a manager-managed company. The names and addresses of the managers are as follows:

<u>Title:</u>	<u>Name and Address:</u>
Manager	Jose I. Smith 21800 SW 162 Avenue Miami, Florida 33170
Manager	Maria Costa Smith 21800 SW 162 Avenue Miami, Florida 33170
Manager	Jose A. Costa, III 21800 SW 162 Avenue Miami, Florida 33170

FILED
2017 AUG 15 AM 11:27
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
this 15th day of August, 2017.

A handwritten signature in black ink, appearing to read "Jose A. Costa, III", written over a horizontal line.


Jose A. Costa, III, Authorized Representative

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of the Florida Revised Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **GARDENVISION, LLC**, a Florida limited liability company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 15th day of August, 2017.



Arianna Cabrera de Oña

FILED

2017 AUG 15 11:27

Gardenvision, Inc.
21800 SW 162 Avenue
Miami, FL 33170

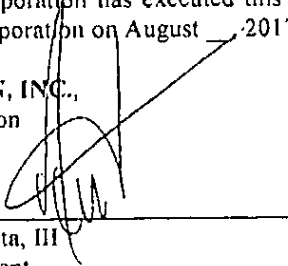
WRITTEN CONSENT GRANTING APPROVAL FOR USE OF NAME

Gardenvision, Inc., a Florida corporation (the "**Corporation**"), incorporated on January 30, 2002, does hereby grant permission and approve the filing of the Certificate of Conversion and the Articles of Organization in Florida for the following limited liability company:

GARDENVISION, LLC

The undersigned, being an authorized officer of the Corporation has executed this Written Consent Granting Approval for Use of Name on behalf of the Corporation on August 2, 2017.

GARDENVISION, INC.,
a Florida corporation

By: 
Name: Jose A. Costa, III
Title: Vice President