

L17000191229

(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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**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** MOUNTAIN RIVER PROPERTIES 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:

HUMBERTO ESTEVEZ  
(Contact Person)  
MOUNTAIN RIVER PROPERTIES LLC  
(Firm/Company)  
P.O. Box 650921  
(Address)  
MIAMI, FL 33265  
(City, State and Zip Code)  
ESTEVEZ@MRPLLC.NET  
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

HUMBERTO ESTEVEZ at (305) 934-3708  
(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 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 checked="" type="checkbox"/> \$185.00 Filing Fees, Certified Copy, and Certificate of Status
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**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  
**"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:

MOUNTAIN RIVER PROPERTIES LLC MO8-1365  
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a GENERAL PARTNERSHIP

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

First organized, formed or incorporated under the laws of NORTH CAROLINA

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

on 2/20/2007

(date of organization, formation or incorporation)

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

MOUNTAIN RIVER PROPERTIES LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: \_\_\_\_\_

**(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)**

**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.

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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17 SEP 13 AM 9:16  
CLERK OF THE CIRCUIT COURT  
IN AND FOR THE COUNTY OF FLORIDA

Signed this 20<sup>th</sup> day of August, 2017

**Signature of Authorized Representative of Limited Liability Company:**

Signature of Authorized Representative: [Signature]  
Printed Name: HUMBERTO ESTEVEZ Title: MANAGER

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

Signature: [Signature]  
Printed Name: HUMBERTO ESTEVEZ Title: MANAGER

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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17 SEP 13 AM 9:16  
CLERK OF CIRCUIT COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE COUNTY OF FLORIDA

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

MOUNTAIN RIVER PROPERTIES LLC

(Must contain 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:

2940 SW 130 AVE  
MIAMI, FL 33175

### Mailing Address:

P.O. Box 650921  
MIAMI, FL 33265

## 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.)

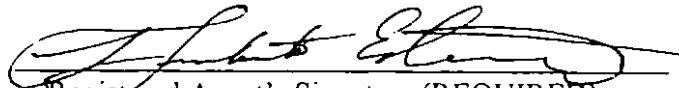
The name and the Florida street address of the registered agent are:

HUMBERTO ESTEVEZ  
Name

2940 SW 130 AVE  
Florida street address (P.O. Box **NOT** acceptable)

MIAMI FL 33175  
City 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)

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CLERK OF CIRCUIT COURT  
IN AND FOR THE COUNTY OF MIAMI  
STATE OF FLORIDA

**ARTICLE IV-**

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

**Title:**

"AMBR" = Authorized Member

"MGR" = Manager

AMBR

AMBR

**Name and Address:**

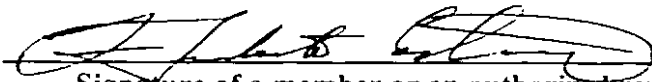
HUMBERTO ESTEVEZ  
2940 SW 130 AVE  
MZAMZ, FL 33175

NICETAS H. ESTEVEZ  
2940 SW 130 AVE  
MZAMZ, FL 33175

(Use attachment if necessary)

**ARTICLE V: 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.

HUMBERTO ESTEVEZ

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)**

# ATTACHMENT to ARTICLES OF ORGANIZATION of

MOUNTAIN RIVER PROPERTIES

, LLC

To the extent permitted by law as may be in effect at the applicable time, no member, manager or officer shall be liable for injury, damage or other claim or cause of action arising out of an action whether by or in the right of the limited liability company or otherwise for monetary damages for breach of any duty as a member, manager or officer of the limited liability company unless due to an act or omission that such member, manager or officer knew or believed at the time of the act or omission was clearly in conflict with the best interests of the limited liability company, or from which the member, manager or officer derived an improper personal benefit. As used herein, the term "improper personal benefit" does not include reasonable compensation or other reasonable incidental benefit for, or on account of, service as a member, manager, officer, employee, independent contractor, attorney or consultant of the limited liability company. Furthermore, each member, manager and officer shall be indemnified by the limited liability company against any and all such liabilities and expenses, including attorneys' fees, judgments, settlements, penalties, fines or expenses incurred or imposed upon him or her in connection with any proceeding to which he or she may be a party or in which he or she becomes involved by reason of having been a member, manager or officer of the limited liability company, whether or not he or she was a member, manager or officer of the limited liability company at the time such expenses or liabilities are incurred, except in such cases where such member, manager or officer is adjudged to be guilty of an act or omission that such member, manager or officer knew or believed was clearly in conflict with the best interests of the limited liability company or from which the member, manager or officer derived an improper personal benefit, as such term is limited above. Provided, however, that in the event of a settlement, the indemnification of the member, manager or officer shall apply only when the members of the limited liability company approve such settlement and reimbursement as being in the best interests of the limited liability company.

[C:\DOCS\DIATTACHMT.LLC\July 18, 2001]

17 SEP 19 AM 9:17

NOT RECORDED  
IN THE OFFICE OF THE  
CLERK OF THE CIRCUIT COURT  
IN AND FOR THE COUNTY OF  
FLORIDA