

L22000465302

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(City/State/Zip/Phone #)

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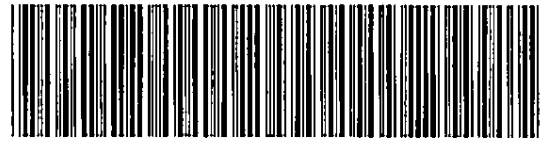
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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**COVER LETTER**

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

**SUBJECT:** EAGLE STONES 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:

ELAINE OLIVEIRA

(Contact Person)

GENESIS TAX HOUSE OF FLORIDA

(Firm/Company)

411 SE MIZNER BLVD SUITE 72

(Address)

BOCA RATON, FL 33432

(City, State and Zip Code)

ELAINE.OLIVEIRA@GENESISTAXHOUSE.COM

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

For further information concerning this matter, please call:

ELAINE OLIVEIRA

(Name of Contact Person)

at ( 954 ) 782-4000

(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
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**Mailing Address:**

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

**Street Address:**

New Filing Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

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SECRETARY OF STATE  
TALLAHASSEE, FL 32303

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**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:  
EAGLE STONES CORPORATION

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a CORPORATION  
(Enter entity type. Example: corporation, limited partnership, 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 09/10/2010  
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:  
EAGLE STONES 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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20 OCT 11 PM 4:25  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

P1000074744

Signed this 18th day of October 20 22.

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

Signature of Authorized Representative: X VA  
Printed Name: VINICIUS DOS SANTOS Title: MANAGER

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

Signature: X VA  
Printed Name: VINICIUS DOS SANTOS Title: PRESIDENT

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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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

### ARTICLE I - Name:

The name of the Limited Liability Company is:

EAGLE STONES 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:

8121 25th COURT EAST

SARASOTA, FL 34243

#### Mailing Address:

SAME AS PRINCIPAL

### 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:

VINICIUS DOS SANTOS

Name

8121 25th COURT EAST

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

SARASOTA

FL 34243

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.*

X VA

Registered Agent's Signature (REQUIRED)

(CONTINUED)

SECRETARY OF  
STATE

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**ARTICLE IV-**

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

**Title:**

"AMBR" = Authorized Member

"MGR" = Manager

MGR

**Name and Address:**

VINICIUS DOS SANTOS

8121 25th COURT EAST

SARASOTA, FL 34243

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

(Use attachment if necessary)

**ARTICLE V: Other provisions, if any.**

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**REQUIRED SIGNATURE:**

X DA

**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.

VINICIUS DOS SANTOS

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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09/10/2010 FRI 12:12 FAX

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Division of Corporations

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : TAX HOUSE CORPORATION  
Account Number : 120000000137  
Phone : (954) 782-4000  
Fax Number : (954) 782-8252

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

FLORIDA PROFIT/NON PROFIT CORPO

MJR Stone Corporation

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

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Corporate Filing Menu

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ARTICLES OF INCORPORATION OF:

**MJR STONE CORPORATION**

The undersigned subscriber to these Articles of Incorporation is a Natural Person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

**ARTICLE I - NAME**

The name of this corporation is **MJR STONE CORPORATION**  
(Hereinafter, "Corporation").

**ARTICLE II - DURATION / TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

**ARTICLE III - NATURE / PURPOSE OF BUSINESS**

This corporation may engage in any activity or business permitted under the laws of the United States and of this state.

**ARTICLE IV CAPITAL STOCK**

IV.1 This Corporation is authorized to issue 1,000 shares of \$1.00 per value common stock that shall be designated to "Common Shares".

IV.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may redeem advisable in connection with such issuance.

IV.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter now or hereafter authorized, for such consideration as the Board of Director(s) may redeem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

IV.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any non issued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.



Boca Raton  
9625 Mainline Blvd / 19th Fl. - Suite 400  
Boca Raton, FL 33429  
Phone (561) 807-5500  
Fax (561) 807-1581

Deerfield Beach  
1100 S. Federal Hwy  
Deerfield Beach, FL 33441  
Phone (561) 822-1800  
Fax (561) 822-1801

Fort Myers  
11001 S. Cleveland Ave. - Ste G  
Fort Myers, FL 33907  
Phone (941) 828-2040  
Fax (941) 828-2041

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TALLAHASSEE, FLORIDA



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**ARTICLE V LOCATION**

The Street, Address, City and State in which the principal office of the corporation is to be located are **2950 Viscaya Place 101, Sarasota, FL 34237**. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

**ARTICLE VI INCORPORATOR**

The name and street address of the incorporator of this Corporation is:

NAME	ADDRESS
<b>Tax House Corporation</b> Breno R. Gomes, Incorporator	<b>1100 S. Federal Hwy. Second Floor</b> Deerfield Beach, FL 33441

**ARTICLE VII AMENDMENT**

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, Proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

**ARTICLE VIII LIMITATIONS ON CORPORATE STOCK**

1. No shareholder can enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
2. If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the state of Florida, or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the corporation.
3. No shareholder of the Corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation.

SECRETARY OF STATE  
TAXPAYER SERVICE

22 OCT 26 PM 4:26

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Deerfield Beach  
1825 Marine Blvd / 1st Fl. - Ste. 400  
Deerfield Beach, FL 33441  
Phone: (561) 907-5500  
Fax: (561) 907-5551

Deerfield Beach  
1100 S. Federal Hwy.  
Deerfield Beach, FL 33441  
Phone: (561) 907-1500  
Fax: (561) 907-1501

Fort Myers  
11801 S. Cleveland Ave. - Ste. 8  
Fort Myers, FL 33907  
Phone: (941) 858-2040  
Fax: (941) 858-2041

H10000201113 3

**ARTICLE IX POWER OF CORPORATION**

The Corporation shall have the same powers as an Individual to do all things necessary or convenient to carry out its business affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

**ARTICLE X INDEMNIFICATION**

The corporation shall indemnify any officer or director, to the full extent permitted by law.

**ARTICLE XI DISSOLUTION**

The corporation may be dissolved at any time on the affirmative vote of the holders of at least two thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of all debt of the corporation, be distributed to the shareholders pro-rata, each shareholder to participate in direct proportion to the number of shares held by him.

**ARTICLE XII REGISTERED OWNERS**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

**ARTICLE XIII INITIAL REGISTERED OFFICE / AGENT & INCORPORATOR**

The street address of the initial registered office of this corporation is 1100 S Federal Hwy. Second Floor • Deerfield Beach • Florida • 33441 and the name of the initial registered agent of this corporation at that address is Tax House Corporation.

**ARTICLE XIV BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

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TALLAHASSEE, FLORIDA

Boca Raton  
8625 Main St. / 1st Fl. - Ste 400  
Boca Raton, FL 33498  
Phone (561) 807-5580  
Fax (561) 807-5581

Deerfield Beach  
1100 S. Federal Hwy  
Deerfield Beach, FL 33441  
Phone (561) 802-1800  
Fax (561) 802-1801

Fort Myers  
11001 S. Cleveland Ave. - Ste G  
Fort Myers, FL 33907  
Phone (941) 456-3040  
Fax (941) 456-2041

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**ARTICLE XV EFFECTIVE DATE OF INCORPORATION**


These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE XVI INITIAL BOARD OF DIRECTORS OF INCORPORATION**

The number of Directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The name(s) and address (es) of the director(s) of the initial Board of Directors is (are):

NAME	ADDRESS
Malvino R Neto President	2950 Viscaya Place 101 Sarasota, FL 34237

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here in above named for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein above set forth and hereunto set our hands and seals this September 10, 2010.



Tax House Corporation  
Breno Gomes, Incorporator

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Boca Raton  
1425 Marine Blvd / 1st Fl. - Ste. 600  
Boca Raton, FL 33429  
Phone (561) 807-3322  
Fax (561) 807-4341

Deerfield Beach  
1100 S. Federal Hwy  
Deerfield Beach, FL 33441  
Phone (561) 802-1800  
Fax (561) 802-1801

Fort Myers  
11001 S. Cleveland Ave - Ste. 8  
Fort Myers, FL 33907  
Phone (841) 846-2040  
Fax (841) 808-2041

H10000201113 3

# **CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is **MJR STONE CORPORATION**
2. The name and address of the registered agent and office is:

**TAX HOUSE CORPORATION**

Registered Agent

**1100 S Federal Hwy. - Second Floor**

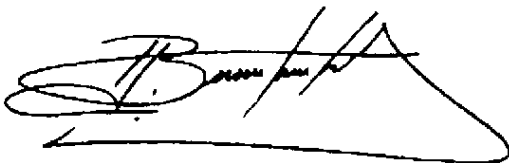
Address

**Deerfield Beach, FL 33441**

City - State - Zip

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2010 SEP 10 PM 12:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in the 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.



Bruno R. Gomes - President (Signature)

September 10, 2010

(Date)

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TALLAHASSEE, FLORIDA



Boke Ranch  
18223 Marine Blvd / 1st Fl - Sta 400  
Boke Ranch, FL 32128  
Phone (561) 807-5660  
Fax (561) 807-5561

Deerfield Beach  
1100 S. Federal Hwy  
Deerfield Beach, FL 33441  
Phone (561) 882-1800  
Fax (561) 882-1801

Fort Myers  
11621 S. Cleveland Ave - Ctr 6  
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Florida Department of State

Division of Corporations

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To: Division of Corporations  
Fax Number : (850) 617-6380

From: Account Name : GENESIS TAX HOUSE OF FLORIDA, INC.  
Account Number : I20110000068  
Phone : (800) 460-4829  
Fax Number : (617) 507-0782

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

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14 MAY 16 AM 8:48  
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TALLAHASSEE, FLORIDA  
TALLAHASSEE, FLORIDA

**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
MJR STONE CORPORATION**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

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C. LEWIS

MAY 19 2014

EXAMINER

From: Genesis Tax House

9547828252

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AND  
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05/16/2014 16:44

#255 P.002/003

14 MAY 16 AM 8:48

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF**

**MJR STONE CORPORATION**

(Present name)

P10000074744

Pursuant to the provisions of section 607.1006 Florida Statutes, this Florida Proth Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

**First: Articles Amended:**

**ARTICLE I - NAME**

The name of the Corporation shall be: **EAGLE STONES CORPORATION**

**ARTICLE V - LOCATION**


The principal and mailing address of the Corporation shall be:  
**6244 Clark Center Ave #3  
Sarasota, FL 34238**

**ARTICLE XIII - REGISTERED AGENT:**

The Registered Agent of the Company shall be:

**VINICIUS ALVES DOS SANTOS  
6244 Clark Center Ave #3  
Sarasota, FL 34238**

*"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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change."*

  
\_\_\_\_\_  
Vinicius Alves dos Santos  
Registered Agent

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AND  
FILED

05/16/2014 16:44

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE XVI - BOARD OF DIRECTORS**

The name and post office address of the officer, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows, replacing all others prior to them:

NAME	ADDRESS
Vinicius Alves dos Santos President	6244 Clark Center Ave #3 Sarasota, FL 34238
Farmacorta Ltda Vice President	Rua Dom Pedro II, 13 - Loja 1 Caracacia, ES - 29144-080 - BRAZIL
Vinicius Alves dos Santos Treasurer	6244 Clark Center Ave #3 Sarasota, FL 34238
Vinicius Alves dos Santos Secretary	6244 Clark Center Ave #3 Sarasota, FL 34238

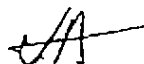
**Second: The date of adoption of the amendments.**

The Amendments were adopted on May 15, 2014.

**Third: Adoption of Amendment.**

The amendments were adopted by the shareholders. The number of votes casted for the amendments by the shareholders were sufficient for approval.

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this May 16, 2014.



Signature  
Name: Vinicius Alves dos Santos  
Title: PTS

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

22 OCT 24 PM 4:27

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1.866.325.3829  
301 Sunnyside Ave, Sunnyside, MA 02143  
14 Union Ave, Framingham, MA 01702



1.800.460.4829  
1110 S Federal Hwy 2nd Floor  
Deerfield Beach, FL 33441

