

N190000004028

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

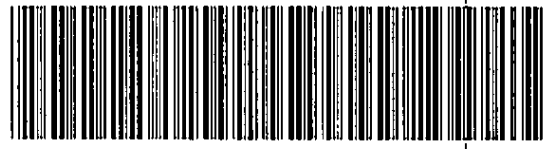
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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2019 APR 12 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FL

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COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: Breakwater House LLC Foundation Inc
Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees ~~are~~ submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. ~~607.1115~~ ⁶¹⁷ F.S.

Please return all correspondence concerning this matter to:

David Osorio

Contact Person

Breakwater House

Firm/Company

888 Brickell Key Drive unit 1802

Address

Miami FL 33131

City, State and Zip Code

David.Osorio1@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

David Osorio

Name of Contact Person

at (646) 773 1149

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$105.00 Filing Fees
- \$113.75 Filing Fees and Certificate of Status
- \$113.75 Filing Fees and Certified Copy
- \$122.50 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:

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

MAILING ADDRESS:

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

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with s. ~~607~~ ⁶⁰⁷ Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Breakwater House LLC

Enter Name of Other Business Entity

2. The "Other Business Entity" is a LLC Limited liability Company
(Enter entity type. Example: limited liability company, 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 5-13-2017
Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

no change

4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:

Breakwater House Foundation Inc

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: _____

(The effective date: Cannot be prior to nor more than 90 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.

Signed this 6 day of March, 2019.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: [Signature]
Printed Name: David Osorio Title: CEO

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

Signature: [Signature]
Printed Name: David Osorio Title: President

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

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.

If Florida Limited Liability Company:
Signature of a Member or Authorized Representative.

All others:
Signature of an authorized person.

Fees:	
Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: Breakwater House Foundation Inc.

ARTICLE II PRINCIPAL OFFICE

Principal street address:

Mailing address, if different is:

888 Brickell Key Drive

1802

MIAMI FL 33131

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: Creating Awareness of local waterways through youth education programs and continued habitat conservation

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed: By the CEO (Chief Executive Officer)

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title:	<u>David Osorio CEO</u>	Name and Title:	<u>Joe William COO</u>
Address:	<u>888 Brickell Key Drive</u>	Address:	<u>888 Brickell Key Drive</u>
	<u>MIAMI FL 33131</u>		<u>1802</u>
	<u>Unit 1802</u>		<u>MIAMI FL 33131</u>

Name and Title:	<u>Garrett Smith CFO</u>	Name and Title:	_____
Address:	<u>888 Brickell Key Drive</u>	Address:	_____
	<u>1802</u>		_____
	<u>MIAMI FL 33131</u>		_____

Name and Title:	_____	Name and Title:	_____
Address:	_____	Address:	_____
	_____		_____
	_____		_____

Name and Title: _____ Name and Title: _____
 Address _____ Address: _____

 Name and Title: _____ Name and Title: _____
 Address _____ Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: David Osorio
 Address: 888 Brickell Key Drive 1802
Miami FL 33131

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

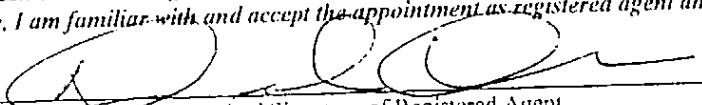
Name: David Osorio
 Address: 888 Brickell Key Drive unit 1802
Miami FL 33131

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)
 (If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

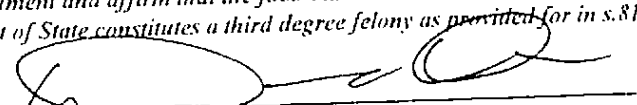
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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


 Required Signature of Registered Agent

3-5-19
 Date

I submit this document and affirm that the facts stated herein are true. 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.


 Required Signature of Incorporator

3-5-19
 Date