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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

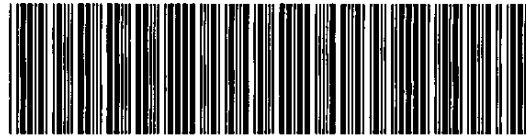
Certified Copies _____ Certificates of Status _____

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[Signature]

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1006-22359



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 JUN 29 AM 11:11

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: FRANCESCHI MARBLE AND GRANITE
(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, F.S.

Please return all correspondence concerning this matter to:

ANDREA CRUZ
(Contact Person)

FRANCESCHI MARBLE AND GRANITE
(Firm/Company)

2730 SW ONA WAY AV.
(Address)

PORT ST LOUIS, FL, 34987
(City, State and Zip Code)

For further information concerning this matter, please call:

ANDREA CRUZ at (561) 718-8992
(Name of Contact Person) (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:

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

MAILING ADDRESS:

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 15, 2006

ANDREA CRUZ
2730 SW ONAWAP AVE
PORT ST LUCIE, FL 34987

SUBJECT: FRANCESCHI MARBLE AND GRANITE INC.
Ref. Number: W06000022359

We have received your document for FRANCESCHI MARBLE AND GRANITE INC. and your check(s) totaling \$113.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Incorporation, if any.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 006A00034182

SECRETARY OF STATE
TALLHASSEE, FLORIDA

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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. 607.1115, Florida Statutes.

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

GASTON FRANCESCHI LLC. - L04000077007
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a LLC.
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, 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 10/25/2004
(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:

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

FRANCESCHI MARBLE AND GRANITE INC.
(Enter Name of Florida Profit Corporation)

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TALLAHASSEE, FLORIDA
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5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 13th day of JUNE, 2006.

Signature: 
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: ANDREA CRUZ Title: PRESIDENT

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 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

FRANCESCHI MARBLE AND GRANITE INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is:

2730 SW ONAWAY AV.
PORT ST LUCIE, FL 34987
USA

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

SALE OF MARBLE AND GRANITE COUNTERTOP

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TALLAHASSEE, FLORIDA

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ARTICLE IV SHARES

The number of shares of stock is:

2.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

- RUBEN G. FRANCESCHI - CEO
2730 SW ONAWAY AV. PORT ST LUCIE FL 34987.
- ANDREA CRUZ - PRESIDENT
2730 SW ONAWAY AV. PORT ST LUCIE FL 34987.

ARTICLE VI REGISTERED AGENT

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

ANDREA CRUZ.

2730 SW ONAWAY AV. PORT ST LUCIE FL 34987.

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Andrea Cruz
2730 SW ONAWAT AV. PORT ST LUCIE, FL -34987

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

Andrea Cruz
Signature/Registered Agent
Andrea Cruz
Signature/Incorporator

06/13/06
Date
06/13/06
Date

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06 JUN 29 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA