



**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** VILLA RAGO, 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, F.S.

Please return all correspondence concerning this matter to:

RICHARD BAROUH

(Contact Person)

RICHARD BAROUH, PA

(Firm/Company)

10800 NW 5TH ST

(Address)

PLANTATION, FL 33324

(City, State and Zip Code)

For further information concerning this matter, please call:

RICHARD BAROUH

(Name of Contact Person)

at ( 954 ) 4324-2154

(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

**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:

VILLA RAGO, LLC

(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 05/26/2004  
(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:**

VILLA RAGO, INC

(Enter Name of Florida Profit Corporation)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

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 30th day of March, 2007.

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

Printed Name: VITTORIO RAGO Title: CHAIRMAN

**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)

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF  
VILLA RAGO, INC

THE UNDERSIGNED INCORPORATOR (S), FOR THE PURPOSE OF FORMING A  
PROFIT CORPORATION UNDER CHAPTER 607 OF THE FLORIDA STATUTES,  
HEREBY ADOPT (S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE  
VILLA RAGO, INC

ARTICLE II

THIS CORPORATION SHALL COMMENCE EXISTENCE UPON THE DATE OF  
FILING WITH THE DIVISION OF CORPORATIONS, STATE OF FLORIDA, AND  
SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE III

THE PLACE OF BUSINESS OF THIS CORPORATION IS:  
2527 BEACH CT  
RIVIERA BEACH, FL 33404

ARTICLE IV

THE GENERAL NATURE OF BUSINESS OF THIS CORPORATION IS FOOD  
SERVICE

ARTICLE V

THE AGGREGATE NUMBER OF SHARES, WHICH THIS CORPORATION SHALL  
HAVE AUTHORITY TO ISSUE, IS 1000 SHARES HAVING A PAR VALUE OF  
\$1.00. UNLESS OTHERWISE STATED IN THESE ARTICLES, OR IN AN  
AMENDMENT TO THESE ARTICLES, THERE SHALL ONLY BE ONE (1)  
OF STOCK.

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ARTICLE VI

THE NAME AND STREET ADDRESS OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION SHALL BE:

RICHARD BAROUH  
10800 NW 5<sup>TH</sup> STREET  
PLANTATION, FL 33324  
ARTICLE VII

THE NAME AND ADDRESS OF THE INITIAL BOARD OF DIRECTORS OF THIS CORPORATION SHALL BE:

VITTORIO RAGO  
715 PARKWAY CT  
GREENACRES, FL 33413

ARTICLE VIII

THE NAME AND STREET ADDRESS OF THE INITIAL SHAREHOLDERS OF THIS CORPORATION SHALL BE:

VITTORIO RAGO  
715 PARKWAY CT  
GREENACRES, FL 33413

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ARTICLE IX

THE NAME AND STREET ADDRESS OF THE INITIAL OFFICERS OF THE CORPORATION SHALL BE:

VITTORIO RAGO  
715 PARKWAY CT  
GREENACRES, FL 33413 PRESIDENT

ARTICLE X

THE NAME AND ADDRESS OF THE INCORPORATOR EXECUTING THESE ARTICLES OF INCORPORATION IS:

VITTORIO RAGO  
715 PARKWAY CT  
GREENACRES, FL 33413


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THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION  
THIS 28TH DAY OF MARCH, 2007

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE  
OF PROCESS FOR THE ABOVE NAMED CORPORATION 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.

  
SIGNITURE/REGISTERED AGENT 3/30/07 DATE

  
SIGNITURE/INCORPORATOR DATE 04-8-07

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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