

P07000057618

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(Address)

(City/State/Zip/Phone #)

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Perla Boord Interiors, 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:

Perla Boord

(Contact Person)

Perla Boord Interiors, Inc.

(Firm/Company)

799 Crandon Blvd., # 401

(Address)

Key Biscayne, FL 33149

(City, State and Zip Code)

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For further information concerning this matter, please call:

Perla Boord

(Name of Contact Person)

at

(786) 247-1645

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|----------------------------------------------------------|-------------------------------------------------------------------------------|---------------------------------------------------------------------|------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> \$105.00 Filing Fees | <input type="checkbox"/> \$113.75 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$113.75 Filing Fees
and Certified Copy | <input type="checkbox"/> \$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:

Perla Boord Interiors, LLC # L07000039041

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(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 April 11, 2007
(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:**

Perla Boord Interiors, Inc.

(Enter Name of Florida Profit Corporation)

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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 7th day of May, 20 07.

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

Printed Name: Perla Boord Title: President

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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
OF
PERLA BOORD INTERIORS, INC.

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ARTICLE I - NAME

The name of the corporation shall be: **PERLA BOORD INTERIORS, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. Corporate existence shall commence at the time of filing of the Articles by the Department of State, State of Florida.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in the business of interior design, and all other related business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock which shall be designated "COMMON SHARES."

ARTICLE V - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any stock of this corporation of the same kind, class or service, as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE

The street address of the principal office is 799 Crandon Blvd., # 401, Key Biscayne, FL 33149 and the street address of the initial registered agent of this corporation is 799 Crandon Blvd., # 401, Key Biscayne, FL 33149. The name of the registered agent is Perla Boord.

Francisco J. Ortega, Esq.
2151 Le Jeune Road, Suite 202
Coral Gables, Florida 33134
Florida Bar Number: 258740

ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may either increase or diminish from time to time by the by-laws but shall never be less than one. The name and address of the initial directors of this corporation are:

P/D
Perla Boord
799 Crandon Blvd., # 401
Key Biscayne, FL 33149

ARTICLE VIII – INCORPORATOR

The name and address of the person signing these articles is:

Francisco J. Ortega
2151 Le Jeune Road, Suite 202
Coral Gables, Florida 33134

ARTICLE IX – BY-LAWS

The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X – CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors or the holders of not less than one tenth of all the shares entitled to vote at the meeting.

ARTICLE XI – SHAREHOLDER VOTING AND QUORUM

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

Francisco J. Ortega, Esq.
2151 Le Jeune Road, Suite 202
Coral Gables, Florida 33134
Florida Bar Number: 258740

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ARTICLE XII – APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII – INDEMNIFICATION

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

ARTICLE XIV – AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

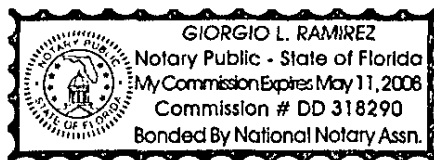
Incorporation this 7th day of May, 2007.


Francisco J. Ortega, Incorporator

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledge before me this 7th day of May, 2007 by Francisco J. Ortega, who is personally known to me and who did take an oath.




Notary Public

I, the undersigned, having been named as Initial Registered Agent of the Corporation in the foregoing Articles of Incorporation hereby accept said office and will serve in said capacity.


Perla Boord, Registered Agent

Francisco J. Ortega, Esq.
2151 Le Jeune Road, Suite 202
Coral Gables, Florida 33134
Florida Bar Number: 258740

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