

P080000103737

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

L08-55642

W08-41446

A. LUNT

NOV 24 2008

EXAMINER

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09/05/08--01031--026 \*\*105.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 8, 2008

MARLON A. HILL, ESQ  
DELANCYHILL P.A.  
200 S. BISCAYNE BLVD. SUITE 2750  
MIAMI, FL 33131

SUBJECT: JAMAICAN JERK FESTIVAL USA, INC.  
Ref. Number: W08000041646

We have received your document for JAMAICAN JERK FESTIVAL USA, INC. and your check(s) totaling \$105.00. However, the enclosed document has been filed and is being returned for the following correction(s):

Please list the title of each officer and/or director.,

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) 245-6094.

Agnes Lunt  
Regulatory Specialist II

Letter Number: 308A00049115

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Jamaican Jerk Festival USA, 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:

Marlon A. Hill, Esq.  
(Contact Person)

delancyhill, P.A.  
(Firm/Company)

200 S. Blscayne Blvd., Suite 2750  
(Address)

Miami, FL 33131  
(City, State and Zip Code)

For further information concerning this matter, please call:

Marlon A. Hill at ( 786 ) 777-0184  
(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

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SECRETARY OF STATE  
TALLAHASSEE, 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:

JAMAICAN JERK FESTIVAL USA, LLC

(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 JUNE 5, 2008

(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:**

JAMAICAN JERK FESTIVAL USA, LLC

(Enter Name of Florida Profit Corporation)

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.)

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Signed this 20 day of NOVEMBER, 2008.

**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: CARSON EDWARDS Title: PRESIDENT/DIRECTOR

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

Signature: [Signature]  
Printed Name: CARSON EDWARDS Title: MANAGER

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)

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TALLAHASSEE, FLORIDA

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## **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:

JAMAICAN JERK FESTIVAL USA, INC.

### **ARTICLE II      PRINCIPAL OFFICE**

The principal place of business/mailling address is:

1210 N.W. 200TH STREET  
MIAMI GARDENS, FLORIDA 33169

### **ARTICLE III      PURPOSE**

The purpose for which the corporation is organized is:

TO ENGAGE IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES  
AND FLORIDA

### **ARTICLE IV      SHARES**

The number of shares of stock is:

THE MAXIMUM NUMBER OF SHARES WHICH THIS CORPORATION IS AUTHORIZED T OHAVE  
OUTSTANDING AT ANY TIME IS 10,000 SHARES OF COMMON STOCK, HAVING A PAR VALUE OF \$.01  
PER SHARE

### **ARTICLE V      INITIAL OFFICERS AND/OR DIRECTORS**

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

CARSON E. EDWARDS-DIRECTOR 18199 N.W. 61 COURT, MIAMI, FL 33015 SYDNEY ROBERTS-DIRECTOR  
5738 N.W. 194 STREET, MIAMI, FL 33015 JUNE MINTO-DIRECTOR 888 BISCAYNE BLVD., UNIT 4111 MIAMI,  
FL 33132 RICHARD A. LUE-DIRECTOR 19486 SW 65TH STREET, PEMBROKE PINES, FL 33332 BRIDGET  
PROVOST-EDWARDS-DIRECTOR 18199 N.W. 61 COURT, MIAMI, FL 33015 RICHARD ELOCK  
-DIRECTOR9131 N.W. 24 PLACE, SUNRISE, FL 33322 ABDUL MUHSIN-DIRECTOR 17645 NW 18TH AVENUE,  
MIAMI GARDENS, FL 33056 MARJORIE STRAW-DIRECTOR 3109 GRAND AVENUE #172, MIAMI, FL 33133

### **ARTICLE VI      REGISTERED AGENT**

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

MARLON A. HILL, ESQ., 200 S. BISCAYNE BLVD., SUITE  
2750, MIAMI, FLORIDA 33131

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**ARTICLE VII INCORPORATOR**

The **name and address** of the Incorporator is:

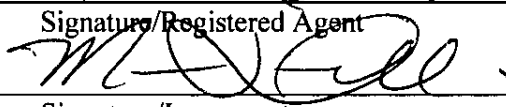
MARLON A. HILL, ESQ., 200 S. BISCAYNE BLVD., SUITE 2750,  
MIAMI, FLORIDA 33131

\*\*\*\*\*

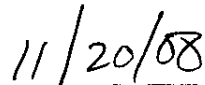
*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*



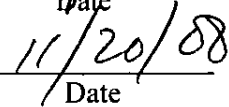
Signature/Registered Agent



Signature/Incorporator



Date



Date

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TALLAHASSEE, FLORIDA

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