

PO8000107968

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

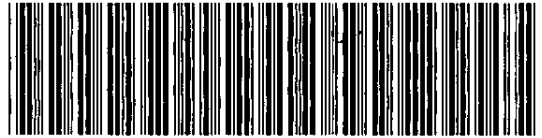
L. SELLERS

DEC 12 2008

EXAMINER

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Office Use Only



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12/08/08--01052--024 **122.50

SECRETARY OF STATE
TALLAHASSEE FLORIDA

08 DEC 11 AM 8:38

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Green Nest / Nido Verde Organic Child Care, Inc. **1**
(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:

Gloria Faus
(Contact Person)

(Firm/Company)

2333 Brickell Avenue, #1815
(Address)

Miami, FL
(City, State and Zip Code)

For further information concerning this matter, please call:

Gloria Faus at (305) 798-3432
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

<input 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 checked="" type="checkbox"/> \$122.50 Filing Fees, Certified Copy, and Certificate of Status
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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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 9, 2008

GLORIA FAUS
2333 BRICKELL AVENUE, #1815
MIAMI, FL 33129

SUBJECT: GREEN NEST/NIDO VERDE ORGANIC CHILD CARE, INC.
Ref. Number: W08000054741

We have received your document for GREEN NEST/NIDO VERDE ORGANIC CHILD CARE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

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) 245-6967.

Leslie Sellers
Regulatory Specialist II

Letter Number: 908A00059783

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:

Green Nest / Nido Verde Organic Child Care 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 November 20, 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:**

Green Nest / Nido Verde Organic Child Care, Inc.

(Enter Name of Florida Profit Corporation)

5. If not effective on the date of filing, enter the effective date: 1/14/2009

(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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STATE OF FLORIDA
TALLAHASSEE

Signed this 4th day of December, 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: Gloria Faus

Printed Name: Gloria Faus Title: President, Treasurer, Secretary

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

Signature: Gloria Faus
Printed Name: Gloria Faus Title: PTS

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

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:

Green Nest / Nido Verde Organic Child Care, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

Principal Office and Mailing address:

2333 Brickell Avenue, #1815
Miami, FL 33129

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To engage in any and all lawful business purposes.

ARTICLE IV SHARES

The number of shares of stock is:

The aggregate number of shares the corporation is authorized to issue is 100. Such shares shall be of single class and shall have no par value.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

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

Gloria Faus - President, Treasurer, Secretary
2333 Brickell Avenue #1815
Miami, FL 33129

Carla Pazymino - Vice President, Director
2333 Brickell Avenue #1815
Miami, FL 33129

ARTICLE VI REGISTERED AGENT

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

Gloria Faus
2333 Brickell Avenue, #1815
Miami, FL 33129

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STATE
TALLAHASSEE
FLORIDA

1/14/09

ARTICLE VII INCORPORATOR

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

Gloria Faus
2333 Brickell Avenue, #1815
Miami, FL 33129

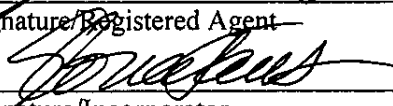
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

12/04/08

Date



Signature/Incorporator

12/04/08

Date

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SECRETARY OF STATE
TALLAHASSEE FLORIDA