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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

09 JUL - 6 PM 3:44

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** 3 BROTHERS ENTERPRISES, 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 PRIOLEAU JR.

Contact Person

3 BROTHERS ENTERPRISES, INC.

Firm/Company

1877 NW 85 STREET

Address

MIAMI, FL 33147

City, State and Zip Code

RPringle@bellsouth.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

RICHARD PRIOLEAU JR. at ( 305 ) 984-2162

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<br>and Certificate of<br>Status | <input checked="" type="checkbox"/> \$113.75 Filing Fees<br>and Certified Copy | <input type="checkbox"/> \$122.50 Filing Fees,<br>Certified Copy, and<br>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**

**FILED**

**09 JUL -6 PM 3:44**

**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

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:

**3 BROTHERS LLC** LO7-49550

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,  
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 05/09/2007  
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:

FLORIDA

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

**3 BROTHERS ENTERPRISES, INC.**

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.)

Signed this 1ST day of JULY, 20 09.

**Required Signature for Florida Profit Corporation:**

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: *R. Richard Prioleau Jr.*

Printed Name: RICHARD PRIOLEAU JR. Title: DIRECTOR

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

Signature: *E. Edward S. Murray*

Printed Name: EDWARD MURRAY Title: DIRECTOR

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)

**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:

**3 BROTHERS ENTERPRISES, INC**

**ARTICLE II    PRINCIPAL OFFICE**

The principal place of business/mailling address is:

1877 NW 85 STREET  
MIAMI, FL 33147

**ARTICLE III    PURPOSE**

The purpose for which the corporation is organized is:

**ANY AND ALL LEGAL BUSINESS**

**ARTICLE IV    SHARES**

The number of shares of stock is:

100

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

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

*SR*  
RICHARD PRIOLEAU 1877 NW 85 STREET, MIAMI FL 33147...DIRECTOR  
EDWARD MURRAY 9325 NW 14 AVENUE, MIAMI FL 33147...DIRECTOR

**ARTICLE VI    REGISTERED AGENT**

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

*SR*  
RICHARD PRIOLEAU  
1877 NW 85 STREET  
MIAMI, FL 33147

**ARTICLE VII    INCORPORATOR**

The name and address of the Incorporator is:

*SR*  
RICHARD PRIOLEAU 1877 NW 85 STREET, MIAMI FL 33147

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TALLAHASSEE FLORIDA

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*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*

*R* *X Richard Prioleau Sr.*  
Signature/Registered Agent

07/02/2009

Date

*R* *X Richard Prioleau Sr.*  
Signature/Incorporator

07/02/2009

Date