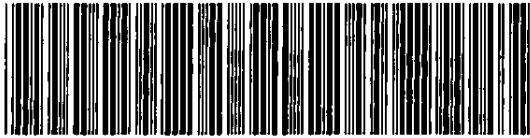


P10000035320



800173376038

04/06/10--01023--007 **113.75

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

LO9-38215

(Document Number)

Certified Copies _____ Certificates of Status _____

FILED
2010 APR 21 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Special Instructions to Filing Officer:
wl-17113
A. LUNT
APR 23 2010
EXAMINER

Office Use Only



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 7, 2010

STACEY-ANN WHYTE
8409 N. MILITARY TRAIL, 119
PALM BEACH GARDENS, FL 33410

SUBJECT: PH FOOD & BEVERAGE, LLC
Ref. Number: W10000017113

We have received your document for PH FOOD & BEVERAGE, LLC and your check(s) totaling \$113.75. 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.

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: 810A00008566

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: PH FOOD & BEVERAGE, LLC

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:

STACEY-ANN WHYTE

Contact Person

M.F. & ASSOCIATES, INC.

Firm/Company

8409 N MILITARY TRAIL, 119

Address

PALM BEACH GARDENS, FL 33410

City, State and Zip Code

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

For further information concerning this matter, please call:

STACEY-ANN WHYTE

Name of Contact Person

at (561)

Area Code and Daytime Telephone Number

691-1100

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

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:

PH FOOD & BEVERAGE, 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, 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 21, 2009
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:

Same

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

PH FOOD & BEVERAGE, INC.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: 04/01/2010
(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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Signed this 13th day of April, 20 10.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: Nazma Akhter
Printed Name: Nazma Akhter Title: President

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

Signature: Nazma Akhter Title: President
Printed Name: NAZMA AKHTER Title: _____

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)

SECRETARY OF STATE
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:

PH FOOD & BEVERAGE, INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is:

4100 ILEX COURT
PALM BEACH GARDENS, FL 33410

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

ANY AND ALL LAWFULL 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):

NAZMA AKHTER (P)

ARTICLE VI REGISTERED AGENT

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

NAZMA AKHTER
4100 ILEX COURT
PALM BEACH GARDENS, FL 33410

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

M.F. & ASSOCIATES, INC.
8409 N. MILITARY TRAIL, 119
PALM BEACH GARDENS, FL 33410

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

Nazma Akhter

Signature/Registered Agent

Date

[Signature] For M.F. & Associates

Signature/Incorporator

Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 APR 21 PM 12:57

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