

P10000087038

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

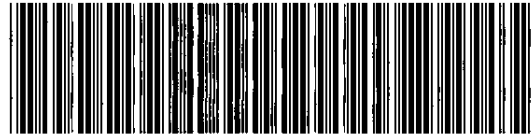
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. SAULSBERRY  
EXAMINER

OCT 25 2010

## **COVER LETTER**

**This application is for the purpose of converting WINE IT DOWN LLC to WINE IT DOWN INC.**

Article I: WINE IT DOWN INCORPORATED

Article II: 14417 SW 42 ST.  
Miami Florida 33175

Article III: Restaurant / Wine Bar

Article IV: 100 Shares  
Isabel Samanez 50  
Giovanna Sanchez 50

Article V: Isabel Samanez 13886 SW 102 Ln. Miami Fl. 33186  
Giovanna Sanchez 15874 SW 66 Ter. Miami Fl. 33193

Article VI: Isabel Samanez 13886 SW 102 Ln. Miami Fl. 33186

  
\_\_\_\_\_  
Isabel Samanez

Article VII: N/A

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Wine It Down  
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:

Isabel Samanez  
Contact Person

Wine It Down  
Firm/Company

14417 SW 42 ST.  
Address

Miami FL 33175  
City, State and Zip Code

isasam@hotmail.com  
E-mail address: (to be used for future annual report notification)

chefgroovy@bellsouth.net

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For further information concerning this matter, please call:

Giovanna Sanchez at (786) 3198737  
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 checked="" 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:

Wine It Down LLC  
Enter Name of Other Business Entity

LO5000041742

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 U.S.  
(Enter state, or if a non-U.S. entity, the name of the country)

on ~~April 2007~~ May 2007 4-28-2005  
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:

N/A

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

Wine It Down Incorporated  
Enter Name of Florida Profit Corporation

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5. If not effective on the date of filing, enter the effective date: N/A  
(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.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.607.1115, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 16 day of October, 2010.

**Required Signature for Florida Profit Corporation:**

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: \_\_\_\_\_

Printed Name: Isabel Sanchez Title: Owner

**Required Signature(s) on behalf of Other Business Entity:** Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: \_\_\_\_\_

Printed Name: Isabel Sanchez Title: Owner

Signature: \_\_\_\_\_

Printed Name: Giovanna Sanchez Title: Owner

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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**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: Wine It Down Incorporated

**ARTICLE II PRINCIPAL OFFICE**

Principal ~~street~~ address

14417 SW 42 St.

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

**ARTICLE IV SHARES**

The number of shares of stock is:

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

Name and Title: Isabel Samanez

Address: Manager

14417 SW 42 St.

Miami FL 33175

Name and Title:

Address:

Name and Title: Giovanna Sanchez

Address: Manager

14417 SW 42 St.

Miami FL 33175

Name and Title:

Address:

Name and Title:

Address:

Name and Title:

Address:

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**ARTICLE VI REGISTERED AGENT**

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

Name: Wine It Down

Address: 14417 SW 42 St.

Miami FL 33175

**ARTICLE VII INCORPORATOR**

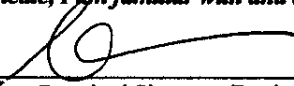
The name and address of the Incorporator is:

Name: Wine It Down

Address: 14417 SW 42 St.

Miami FL 33175

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



Required Signature/Registered Agent

10-15-10

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Required Signature/Incorporator

10-15-10

Date