

P10000087462

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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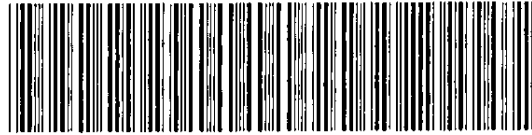
(Business Entity Name)

(Document Number)

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

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10/27/10--01003--020 \*\*114.35

RECEIVED  
10 OCT 27 AM 10:17  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

B. KOHR  
OCT 27 2010  
EXAMINER

10 OCT 27 AM 11:15  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

Charter Number Only

FILED  
CLERK OF DISTRICT COURT  
DIVISION OF CORPORATIONS  
10 OCT 27 AM 11:15

VALIDATION ONLY

10/26/10

JONATHAN R. BLACK

Requestor's Name

1800 NE 114th Street #1602

Address

Miami, FL 33181

City

State

ZIP

Phone

CORPORATION(S) NAME

Creative sustainable solutions LLC

( ) Profit

( ) NonProfit

( ) Amendment

( ) Merger

( ) Foreign

( ) Dissolution

( ) Mark

( ) Limited Partnership

( ) Annual Report

( ) Reinstatement

( ) Reservation

(X) Other CONVERSION  
( ) Change of Registered Agent

(X) Certified Copy

( ) Photo Copies

( ) Certificate Under Seal

( ) Call When Ready

( ) Call If Problem

( ) After 4:30

(X) Walk In ( ) Will Wait

(X) Pick Up

( ) Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Empire Toll Free: 1-800-432-3028

**Certificate of Conversion**

For  
**"Other Business Entity"**  
Into  
**Florida Profit Corporation**

FILED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
10 OCT 27 AM 11:15

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:

Creative Sustainable Solutions LLC

L100000019984

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 2/18/2010

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**:

Creative Sustainable Solutions, 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.)

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 02 day of October, 20 10.

**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: Bruce Wright Title: MGR

**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: Maggy Ducena-Wright Title: MGR

Signature: 

Printed Name: Bruce Wright Title: MGR

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

Printed Name: Julian Brown Title: MGR

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

Printed Name: Carlynn Ducena Title: MGR

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**  
**OF**  
**CREATIVE SUSTAINABLE SOLUTIONS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 OCT 27 AM 11:15

**ARTICLE I - NAME**

The name of this corporation is:

**CREATIVE SUSTAINABLE SOLUTIONS, INC.**

**ARTICLE II - PRINCIPAL OFFICE/ADDRESS**

The address of the Principal Office of the Corporation is:

17781 SW 113<sup>TH</sup> AVENUE  
MIAMI, FL 33157

The mailing address of the Corporation is:

17781 SW 113<sup>TH</sup> AVENUE  
MIAMI, FL 33157

**ARTICLE III – CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is:

1800 N.E. 114<sup>th</sup> STREET  
UNIT 1602  
MIAMI, FL 33181

and the name of the initial registered agent of this corporation at such address is:

JONATHAN R. BLACK

## ARTICLE V - INCORPORATORS

The name and address of the initial incorporator of this Corporation is:

BRUCE WRIGHT  
17781 SW 113<sup>TH</sup> AVENUE  
MIAMI, FL 33157

## ARTICLE VI - BOARD OF DIRECTORS AND OFFICERS

The number of directors and officers may be either increased or decreased from time to time as provided in the By-laws but shall never be less than one. The names and addresses of the initial directors and officers of this Corporation are:

MAGGY DUCENA WRIGHT  
17781 SW 113<sup>TH</sup> AVENUE  
MIAMI, FL 33157

KEVIN MADISON  
109 LAKE GRIFFIN CIRCLE  
CASSELBERRY FL, 32707

BRUCE WRIGHT  
17781 SW 113<sup>TH</sup> AVENUE  
MIAMI, FL 33157

JULIAN BROWN  
140 ALCOTT PLACE  
APT # 7B  
BRONX, NY 10475

PHILIP THORNE  
1931 DILCREST DR  
DULUTH GA 30096

## ARTICLE VII - PURPOSE

This corporation is organized for the purposes of transacting any or all lawful business for which corporations may be organized under the laws of the United States and the Florida General Corporation Act, except a commercial banking, safe deposit, trust, insurance, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition, unless prior regulatory approval is obtained, and to engage in any business or transaction deemed necessary,

convenient or incidental to carrying out any of such business within or without the United States.

#### ARTICLE VIII - POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, including specifically the power of make loans or advances, to purchase any stock, other securities or evidences of indebtedness or make any investment or acquire any interest whatsoever in, or to be a promoter, incorporator, general partner, limited partner member, associated or manager of any other person, corporation, association, partner ship, limited partner ship, joint venture, trust or other enterprise; to become an accommodation obligor, maker, guarantor, and mortgagor, with or without consideration, in connection with the obligations and indebtedness, both part and future, of any other person, corporation, association, partnership or limited partnership, even though such obligations and indebtedness are not related to or do not tend to promote this Corporation business; and to endorse, guarantee and secure, with or without consideration to this Corporation, the payment of the obligations and indebtedness, both past and future, of any other persons, corporations, associations, and partner ship and for these purposes to execute and deliver with or without consideration, such promissory notes, guarantees, mortgages, chattel mortgages, assignments, or other instruments as it may deem advisable.

#### ARTICLE IX - DIRECTOR - CONFLICT OF INTEREST

No contract or other transaction between this Corporation and one or more if its directors, or between this Corporation and any other corporation, firm, association of other entity in which one or more of the directors are directors of officers, or are financially interested, shall be either void of voidable because of such relationship or interest or because such director of directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction or because his or her votes are counted for such purposes if:

(a) The fact of such relationship of interest is disclosed or known to the shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or

(b) The fact such relationship of interest is disclosed or known to the shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or

(c) The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by Board, committee or the shareholders.

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction.

## ARTICLE X - INDEMNIFICATION

Any person made a party, or threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, and whether or not brought by or in the right of the Corporation, brought to impose any liability or penalty on such person for any action or acts alleged to have been committed (including alleged omissions or failures to act) by such person in his or her capacity as director, officer, employee, or agent of the Corporation, or of any other enterprise which he or she served as such at the request of the Corporation, or of any other enterprise which he or she served as such at the request of the Corporation, shall be indemnified by the Corporation, unless the conduct of such person is finally adjudged to have been grossly negligent or to constitute willful misconduct, against judgments, fines, reasonable amounts paid in settlement, and reasonable expenses, including attorney fees actually and necessarily incurred as a result of such action, suit, or proceedings, including any appeal thereof. The Corporation shall pay such expenses, including attorneys fees in advance of the final disposition of any such action, suit or proceeding upon receipt of an undertaking satisfactory of the Board of Directors by or on behalf of such person to repay such amount, unless it shall ultimately be determined that he or she is entitled to indemnification by the Corporation for such expense. Indemnification hereunder shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person. The Board of Directors may authorize the purchase and maintenance of insurance on behalf of any person who is or was a director, officer, employee, or agent of another Corporation, partnership, limited partnership, joint venture, trust, or other enterprise against liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability hereunder.

## ARTICLE XI - NO PREEMPTIVE RIGHTS

Except as to such agreement as the shareholders may execute, no stockholders of this Corporation shall, because of his or her ownership of stock have any preemptive or other right to purchase, subscribe for or take any part, pro-rate or otherwise, of any securities, equity, debt or otherwise, or options, rights or warrants to purchase and such securities issued or sold by this Corporation, whether for case of property, and whether now or hereafter authorized.

## ARTICLE XII - DURATION

The duration of the Corporation is perpetual, unless sooner liquidated or dissolved in accordance with law.



IN WITNESS WHEREOF, the undersigned has executed these ARTICLES OF  
INCORPORATION this 2<sup>ND</sup> day of October, 2010

  
BRUCE WRIGHT  
INCORPORATOR-DIRECTOR

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CREATIVE SUSTAINABLE SOLUTIONS, INC. at the place designated in the Articles of Incorporation, JONATHAN R. BLACK hereby agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 Florida Statue (1981), relative to keeping open such office until such time as he shall notify the Corporation of his resignation.

DATE THIS 18<sup>th</sup> DAY OF October, 2010

  
JONATHAN R. BLACK