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(Requestor's Name)

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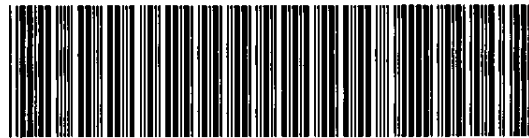
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

D. BRUCE
MAY 31 2011
EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Courtyard at Jefferson, 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:

Yarden Bayles

Contact Person

Miami Habitat

Firm/Company

1329 Alton Road

Address

Miami Beach, Florida 33139

City, State and Zip Code

info@miamilodge.com

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

For further information concerning this matter, please call:

Yarden Bayles

at (305) 6733948

Name of Contact Person

Area Code and Daytime Telephone Number

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

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TALLAHASSEE, FLORIDA

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:

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

on 11/22/10
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**:

Courtyard at Jefferson, 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.

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Signed this 23 day of May, 2011.

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: Eric Harari Title: Chairman

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: Eric Harari Title: Managing Member

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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ARTICLES OF INCORPORATION
OF
COURTYARD AT JEFFERSON, INC.

ARTICLE I - NAME

The name of this corporation is COURTYARD AT JEFFERSON, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business including the ownership, operation, renting, management, financing, and possible future sale or disposition of the property located at 1536-1542 Pennsylvania Avenue, Miami Beach, Florida, 33139 located in Miami-Dade County, Florida (the "Property") and such activities as are necessary, incidental or appropriate in connection therewith.

ARTICLE IV - PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of this corporation is 1329 Alton Road, Miami Beach, Florida 33139.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 shares.

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

The name and street address of the registered agent of the corporation for service of process is Alexandra L. Deas, P.A., 11 Island Avenue, #2108, Miami Beach, Florida 33139.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either

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increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Eric Harari	1329 Alton Road Miami Beach, Florida 33139

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Alexandra L. Deas, Esquire	11 Island Avenue, #2108 Miami Beach, Florida 33139

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X - OFFICERS

This corporation shall have a President, a Vice-President, a Secretary and a Treasurer. It may have one or more Assistant Secretaries, Assistant Treasurers, Vice-Presidents and Assistant Vice-Presidents and any offices of this corporation may be combined.

ARTICLE XI - ANNUAL MEETING

The annual meeting of this corporation shall be held on such date of each year as may be provided for in the By-Laws hereafter to be adopted.

ARTICLE XII - ELECTIONS

The Board of Directors shall be elected by the shareholders at the annual meeting. All other officers of the corporation shall be elected annually by the Board of Directors. If for any reason annual elections shall not be held, those holding offices shall continue in such office until their successors are elected and qualified.

ARTICLE XIII - EFFECTIVE DATE

This corporation shall be effective when the Articles of Incorporation are filed with the Secretary Of State.

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ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto in the manner provided by law, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XVI - RIGHTS OF SHAREHOLDERS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the shares.

ARTICLE XVII - STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

Eric Harari	100 shares
1329 Alton Road	
Miami Beach, Florida 33139	

ARTICLE XVIII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIX - RIGHT OF SHAREHOLDERS TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions the shares of this corporation were registered on a national securities exchange or held of record by not less than 2,000 shareholders.

ARTICLE XX- SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law.

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ARTICLE XXI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XXII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, except this corporation shall not have the power to be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XXII- NO REMOVAL OF DIRECTORS

The shareholders of this corporation shall not be entitled to remove any director from office during his term.

ARTICLE XXIV- LIMITATION ON POWERS OF COMMITTEES

In addition to other limitations imposed by law, no committee of directors of this corporation shall have or exercise the power of the Board of Directors.

ARTICLE XXV - ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE -XXVI- DIVIDENDS

Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the corporation.


Dividends payable in shares of any class may be paid to the holders of shares of any other class.

ARTICLE XXVII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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The undersigned incorporator has executed these Articles of Incorporation this 23 day of May, 2011.


Alexandra L. Deas, Incorporator


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Courtyard at Jefferson, Inc. desiring to organize under the laws of the State of Florida, with its initial registered office, as indicated in the Articles Of Incorporation at the City of Miami Beach, Florida, has named Alexandra L. Deas, P.A., located at 11 Island Avenue, #2108, Miami Beach, Florida 33139, as its Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity and further agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.


Alexandra L. Deas, Esquire
Registered Agent

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