

P110000053990

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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MAIL

(Business Entity Name)

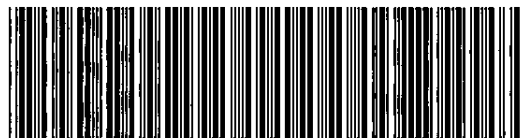
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TALLAHASSEE, FLORIDA

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J. SAULSBERRY  
EXAMINER  
JUN 9 2011



11250 NW 25th Street, Suite #100 • Doral, FL 33172  
T:305-599-0839 • F:305-592-9591

June 6, 2011

To: Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Subject: DIFRANCO IMPORT & EXPORT LLC

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert DIFRANCO IMPORT & EXPORT LLC into a Florida profit corporation.

Please return all correspondence concerning this matter to:

Fastkit Corp  
Lidia Fernandez  
11250 NW 25<sup>th</sup> St., Suite 100  
Miami, FL 33172  
305-599-0839

Enclosed is a check of \$ 113.75

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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:

DIFRANCO IMPORT & EXPORT LLC

Enter Name of Other Business Entity

2. The "Other Business Entity" is a DIFRANCO IMPORT & EXPORT, INC  
(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 05/10/2007

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:

MIAMI - FLORIDA

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

DIFRANCO IMPORT & EXPORT, INC

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: May 31 - 2011  
(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.

LD10000049965  
5-10-07

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TALLAHASSEE, FLORIDA

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Signed this 01 day of June, 20 11

**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, PRESIDENT, Officer, or, if Directors or Officers have not been selected, an Incorporator: X

Printed Name: JOSE LUIS FRANCO Title: PRESIDENT

**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: X  
Printed Name: JOSE LUIS FRANCO Title: PRESIDENT

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.

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
**DIFRANCO IMPORT & EXPORT INC**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

**DIFRANCO IMPORT & EXPORT INC**

The principal place of business and mailing address of this corporation shall be:

1830 NW 7 ST # 221  
Miami, Fl 33125

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TALLAHASSEE, FLORIDA

ARTICLE II - NATURE OF BUSINESS

This corporation may engage import, export and sales of all types of products, or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

**1,000 SHARES \$ 1.00 PER VALUE:**

**Joselyn Polanco**  
290 Shares  
9832 SW 1<sup>ST</sup> TERRACE  
Miami Fl 33174

**Jose Luis Franco**  
200 Shares  
9832 SW 1<sup>ST</sup> TERRACE  
Doral Fl 33174

**Difranco Import & Export, S.A**  
510 Shares  
Calle Olaff Palme # 27 – Cond 1 Apto 103  
Santo Domingo - Rep Dominicana

Prepared by:  
Hispan American Services Inc.  
1830 NW 7 St, Suite # 205  
Miami, Fl 33125

**ARTICLE IV - TERMS OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V – OFFICERS, DIRECTORS**

The name(s) and street address (es) of the initial officer(s) and director(s), if :  
who shall hold office the first year of the corporation's existence or until th  
successor(s) is (are) elected,

**Joselin Polanco**  
President  
9832 SW 1<sup>ST</sup> TERRACE  
Miami Fl 33174

**José Luis Franco**  
Treasury and Secretary  
9832 SW 1<sup>ST</sup> TERRACE  
Doral Fl 33174

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**ARTICLE VI - INCORPORATOR(S)**

The name(s) and address (es) of the incorporator(s) to these articles of  
incorporation is (are):

**Joselyn Polanco**  
President  
9832 SW 1<sup>ST</sup> TERRACE  
Miami Fl 33174

**José Luis Franco**  
Treasury and Secretary  
9832 SW 1<sup>ST</sup> TERRACE  
Doral Fl 33174

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) execut  
these Articles of Incorporation these 25 days of May, 2011

Signature(s) of Incorporator(s)

X *Joselyn B. Polanco* X *JL Franco*

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

1. The name of the corporation \_\_\_\_\_

**DIFRANCO IMPORT & EXPORT INC**

2. The name and address of the registered agent and office is:

Joselyn Polanco

(P.O. BOX NOT ACCEPTABLE)

1830 NW 7 ST # 221. -Miami Fl 33125

(ADDRESS OFFICE)

SIGNATURE x \_\_\_\_\_

(corporate officer)

TITLE President

DATE 06/01/2011

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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE x \_\_\_\_\_

DATE 06/01/2011

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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