

P17000004405

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W17-0 2309

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 11, 2017

JORGE GURIAN  
1805 PONCE DE LEON BLVD., STE. 400  
CORAL GABLES, FL 33134

SUBJECT: ALPAGRO CORP  
Ref. Number: W17000002309

We have received your document for ALPAGRO CORP and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

If you have any further questions concerning your document, please call (850) 245-6052.

Thomas Chang  
Regulatory Specialist II  
New Filing Section

Letter Number: 817A00000608

**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:

ALPAGRO LLC

(C12-095227) ✓

Enter Name of Other Business Entity

LIMITED LIABILITY COMPANY

2. The "Other Business Entity" is a \_\_\_\_\_  
(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 THE STATE OF FLORIDA

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

on JULY 23, 2012 ✓

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:**

ALPAGRO CORP

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.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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Signed this 3RD day of JANUARY, 2017.

**Required Signature for Florida Profit Corporation:**

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

Printed Name: JORGE L. GURIAN, ESQ. Title: INCORPORATOR

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

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

Printed Name: MARTA IACROZE Title: MANAGER

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**

**ALPAGRO CORP**

Pursuant to Chapter 607 of the Florida Business Corporation Act, for the purpose of forming a corporation, the undersigned incorporator hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be: **ALPAGRO CORP.**

**ARTICLE II**

The mailing address and principal place of business of this corporation shall be: 1221 Brickell Avenue, Suite 1420, Miami, Florida 33131.

**ARTICLE III**

The corporation is authorized to issue one class of stock that being 100,000 shares of Voting Common Stock with \$1 par value. The transfer of these shares will be governed by the laws of the corporation.

**ARTICLE IV**

The name and address of the corporation's initial registered agent is:

JLG Corporate Services Inc.  
1805 Ponce de Leon Blvd.  
Suite 400  
Coral Gables, FL 33134

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**ARTICLE V**

The corporation will be authorized to undertake any legal and valid business purpose as recognized under the laws of the State of Florida.

## **ARTICLE VI**

The name and street address of the incorporator of these Articles of Incorporation is:

Jorge L. Gurian, Esq.  
1805 Ponce de Leon Blvd.  
Suite 400  
Coral Gables, FL 33134

## **ARTICLE VII**

The name and address of the initial director of the corporation is as follows:

Marta Lacroze  
1221 Brickell Avenue  
Suite 1420  
Miami, FL 33131

## **ARTICLE VIII**

The name and address of the initial officer of the corporation is as follows:

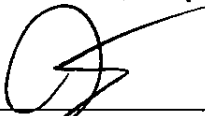
Marta Lacroze  
**President and Secretary**  
1221 Brickell Avenue  
Suite 1420  
Miami, FL 33131

## **ARTICLE IX**

No Director shall be held liable to the corporation or its shareholders for its monetary damages due to a breach of fiduciary duty, unless the breach is a result of intentional misconduct, self dealing or illegal actions.

That the undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the foregoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

The undersigned incorporator, Jorge L. Gurian, Esq. has executed these Articles of Incorporation on this 3<sup>rd</sup> day of January, 2017.

  
\_\_\_\_\_  
JORGE L. GURIAN, ESQ.  
INCORPORATOR

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND A REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: **ALPAGRO CORP**
2. The name and the Florida street address of the initial registered agent is:

JLG Corporate Services Inc.  
1805 Ponce de Leon Blvd.  
Suite 400  
Coral Gables, FL 33134

*Having been named as registered agent and to accept service of process for **ALPAGRO CORP** at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
\_\_\_\_\_  
JORGE L. GURIAN, ESQ.

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