

P18000013997

(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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18 FEB 13 PM 1:15
FEB 13 2018
FEB 13 2018

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FEB 13 2018

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: P-DESIGN 3901 CORP

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:

IRMA GOMEZ

Contact Person

JORGE L. GURIAN, P.A.

Firm/Company

1805 PONCE DE LEON BLVD., SUITE 400

Address

CORAL GABLES, FL 33134

City, State and Zip Code

JGURIAN@GURIANLAW.COM

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

For further information concerning this matter, please call:

IRMA GOMEZ

at (305) 931-0541

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 type="checkbox"/> \$113.75 Filing Fees
and Certificate of
Status | <input checked="" type="checkbox"/> \$113.75 Filing Fees
and Certified Copy | <input type="checkbox"/> \$122.50 Filing Fees,
Certified Copy, and
Certificate of Status |
|---|---|--|--|

STREET ADDRESS:

New Filings Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filings Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 8, 2018

IRMA GOMEZ
JORGE L. GURIAN, P.A.
1805 PONCE DE LEON BLVD., SUITE 400
CORAL GABLES, FL 33134

SUBJECT: P-DESIGN 3901 CORP
Ref. Number: W18000012737

We have received your document for P-DESIGN 3901 CORP and your check(s) totaling \$113.75. 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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Neysa Culligan
Regulatory Specialist II

Letter Number: 218A00002700

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

FILED
18 FEB 13 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

P-DESIGN 3901 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 STATE OF FLORIDA
(Enter state, or if a non-U.S. entity, the name of the country)

on JANUARY 3, 2013

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**:

P-DESIGN 3901 CORP

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: _____

(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

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.

Signed this 19 day of February, 2018.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an
Incorporator: [Signature]
Printed Name: JORGE L. GURIAN, ESQ. Title: INCORPORATOR

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

Signature: [Signature]

Printed Name: FRANCISCO CROCE 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)

ARTICLES OF INCORPORATION
OF
P-DESIGN 3901 CORP

FILED
18 FEB 13 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: **P-DESIGN 3901 CORP.**

ARTICLE II

The mailing address and principal place of business of this corporation shall be: c/o 1805 Ponce de Leon Blvd., Suite 400, Coral Gables, Florida 33134.

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 by 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

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 directors of the corporation are as follows:

Francisco Croce
c/o 1805 Ponce de Leon Blvd.
Suite 400
Coral Gables, FL 33134

ARTICLE VIII

The name and address of the initial officers of the corporation are as follows:

Francisco Croce
President, Secretary and Treasurer
c/o 1805 Ponce de Leon Blvd.
Suite 400
Coral Gables, FL 33134

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 1st day of February, 2018.



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: **P-DESIGN 3901 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 **P-DESIGN 3901 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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TALLAHASSEE, FLORIDA