

P23000004703

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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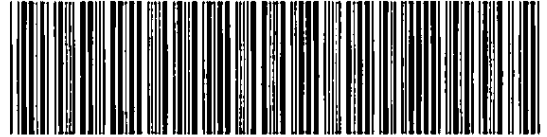
(Business Entity Name)

(Document Number)

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

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\$70.00 due for merger

W23-1046

COVER LETTER

TO: New Filing Section  
Division of Corporations

SUBJECT: NEPTUNE MANAGEMENT LIMITED, Co.  
Name of Resulting Florida Profit Corporation

The enclosed Articles of Conversion, Articles of Incorporation, and fees are submitted to convert the following eligible entity into a "Florida Profit Corporation" in accordance with ss. 607.11933 & 607.0202, F.S.

Please return all correspondence concerning this matter to:

Mario de Castro

Contact Person

WHITEFORD, TAYLOR & PRESTON L.L.P

Firm/Company

1800 M Street, NW Suite 450N

Address

Washington, DC 20036

City, State and Zip Code

mdecastro@wtplaw.com

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

For further information concerning this matter, please call:

Mario de Castro at ( 202 ) 469.3236

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    ☐ \$113.75 Filing Fees    ☒ \$122.50 Filing Fees,  
and Certificate of Status    and Certified Copy    Certified Copy, and  
Certificate of Status

**Mailing Address:**

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

**Street Address:**

New Filing Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

2022 DEC 29 PM 12:03  
TALLAHASSEE, FL  
DIVISION OF CORPORATIONS

Articles of Conversion  
For  
Converting Eligible Entity  
Into  
Florida Profit Corporation

The Articles of Conversion and attached Articles of Incorporation are submitted to convert the following eligible business entity into a **Florida Profit Corporation** in accordance with ss. 607.11933 & 607.0202, Florida Statutes.

1. The name of the Converting Entity immediately prior to the filing of the Articles of Conversion is:

NEPTUNE MANAGEMENT LIMITED

Enter Name of the Converting Entity

2. The converting 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 British Virgin Island

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

on September 26, 2001

Enter date "Converting Entity" was first organized, formed or incorporated.

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

NEPTUNE MANAGEMENT LIMITED, Co.

Enter Name of Florida Profit Corporation

4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.

5. If not effective on the date of filing, enter the effective date: 11/24/2022

(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.

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11 L.L.C.

Signed this 17 day of December, 2022

**Required Signature for Florida Profit Corporation:**

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

/s Mario de Castro/

Printed Name: Mario de Castro Title: Incorporator

**Required Signature(s) on behalf of Converting Florida partnerships, limited partnerships, and limited liability companies:** [See below for required signature(s).]

Signature: /s Mario de Castro/

Printed Name: Mario de Castro Title: Authorized Representative

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

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

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

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

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

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

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

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

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

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

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ALLAHASSEE, FL 32909

**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:**

Articles 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  
FOR RESULTING FLORIDA PROFIT CORPORATION  
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

**ARTICLE I NAME**

The name of the corporation shall be: NEPTUNE MANAGEMENT LIMITED, Co

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailing address is:

Principal street address  
1110 Brickell Ave Ste 310, Miami, FL 33131

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Pursuit of pecuniary gain or distribution of profit to its shareholders.

**ARTICLE IV SHARES**

The number of shares of stock is: 50,000

**ARTICLE V OFFICERS AND/OR DIRECTORS**

Name and Title: Maria Christina Pereira Leite Director

Address: 1110 BRICKELL AVE STE 310  
MIAMI, FL 33131

Name and Title: Carlos Alberto Andrade Guimardes de Almeida Director

Address: Domingos Leme, 440- Apt 91- Sao Paulo,  
Brazil, 04510.040

Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

Name and Title: Carlos Eduardo Andrade Guimardes de Almeida Director

Address: Domingos Leme, 440- Apt 91- Sao Paulo,  
Brazil, 04510.040

Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

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TAMARA S. H. 110310

**ARTICLE VI REGISTERED AGENT**

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Jessica Jewett  
Address: 1000 Brickell Avenue  
Suite 480 Miami, FL 33131

\*\*\*\*\*

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

/s/ Jessica Jewett

Required Signature/Registered Agent

12/17/2022

Date

FILED  
2022 DEC 29 PM 12:04  
CLERK OF DISTRICT COURT  
HALL COUNTY, FLORIDA