

P98000032464

(Requestor's Name)

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(Business Entity Name)

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TALLAHASSEE, FLORIDA

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2023 JAN 17 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FL

g 1/17/2023

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: All American Barricades, Corp.

Name of Florida Profit Corporation

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Profit Corporation into an a business entity formed under the laws of another jurisdiction in accordance with s. 607.11933, F.S.

Please return all correspondence concerning this matter to:

Deborah Fanich, Paralegal

Contact Person

Berger Singerman LLP

Firm/Company

201 E. Las Olas Blvd, Suite 1500

Address

Fort Lauderdale, FL 33301

City, State and Zip Code

ruben@barricades.com

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

For further information concerning this matter, please call:

Deborah Fanich at (954) 712-5164

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35.00 Filing Fee

☐ \$43.75 Filing Fee
and Certificate of
Status

☐ \$43.75 Filing Fee
and Certified Copy

☒ \$52.50 Filing Fee,
Certified Copy, and
Certificate of Status

Mailing Address:

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

Street Address:

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

607.1622 (10) As a condition of a conversion of a domestic corporation to another type of entity under s. 607.11930, the domestic corporation converting to the other type of entity must be active and current in filing its annual reports in the records of the department through December 31 of the calendar year in which the articles of conversion are submitted to the department for filing.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 17, 2023

DEBORAH FANICH
201 E LAS OLAS BOULEVARD
SUITE 1500
FORT LAUDERDALE, FL 33301

SUBJECT: ALL AMERICAN BARRICADES, CORP.
Ref. Number: P98000032464

We have received your document for ALL AMERICAN BARRICADES, CORP. and your check(s) totaling \$52.50. 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), s.607.1622(9) and/or 607.1622(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.

The conversion statute must state 607.11933 instead of 607.11930.

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) 245-6050.

Claretha Golden
Regulatory Specialist II

Letter Number: 923A00001067

RECEIVED
2023 JAN 17 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF CONVERSION
FOR
FLORIDA PROFIT CORPORATION
INTO A
NON-FLORIDA BUSINESS ENTITY

FILED

2023 JAN 17 PM 12: 52

SECRETARY OF STATE
TALLAHASSEE, FL

Date: January 17, 2023

THESE ARTICLES OF CONVERSION are submitted to convert a converting eligible entity (which is a Florida Profit Corporation) into a converted eligible entity (which is a Delaware limited liability company) in accordance with Section 607.11933, Florida Statutes.

1. Name, Jurisdiction, and Type of Entity of the Converting Eligible Entity. The name of the converting eligible entity immediately prior to the filing of these Articles of Conversion is All American Barricades, Corp., a corporation formed under the laws of the State of Florida on April 8, 1998 (the "**Converting Eligible Entity**"). Each shareholder of the Converting Eligible Entity has approved these Articles of Conversion.
2. Name, Jurisdiction, and Type of Entity of the Converted Eligible Entity. The name of the converted foreign eligible entity is All American Barricades, LLC (the "**Converted Eligible Entity**"), a limited liability company formed under the laws of the State of Delaware.
3. Approval of Plan. The plan of conversion was approved in accordance with Chapter 607, Florida Statutes.
4. Public Organic Record. A copy of the Converted Eligible Entity's public organic record, as filed with the Florida Department of State, Division of Corporations, is attached hereto as Exhibit A.
5. Effective Date. This conversion shall be effective upon the later of: (i) the date and time prescribed by the laws of the State of Delaware; or (ii) when these Articles of Conversion are filed with the Florida Department of State, Division of Corporations.

[Balance of page intentionally left blank; signature blocks appear on following page.]

IN WITNESS WHEREOF, the undersigned, being duly authorized, has executed these Articles of Conversion as of the date first set forth above.

CONVERTING ELIGIBLE ENTITY

All American Barricades, Corp., a Florida corporation

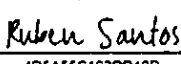
By: 
405A55C1830D40D
Ruben Santos, President

EXHIBIT A

(See attached document)

ARTICLES OF INCORPORATION
OF

FILED

98 APR -8 PM 3:12

ALL AMERICAN BARRICADES, CORP.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: ALL AMERICAN BARRICADES, CORP.

The principal place of business of this corporation shall be:
12054 NW 98 Ave. Hialeah Gardens, Fl. 33018

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time

100 shares at \$1.00 par value.

ARTICLE IV TERM 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 any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Monique Santos/Pres. - 51% of the shares
12054 NW 98 Ave.
Hialeah Gardens, Fl. 33018

Ruben G. Santos/Vice Pres. - 49% of the shares
12054 NW 98 Ave.
Hialeah Gardens, Fl. 33018

Prepared By: Fast Corp. Agents,
Michael I. Santucci,
5201 NW 74 Ave.
Miami, Fl. 33166
(800) 714-6191

H98000006751

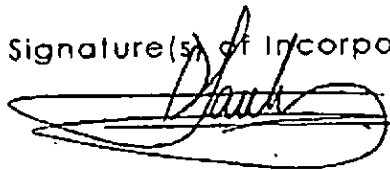
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to this articles of incorporation is(are):

Ruben G. Santos 12054 NW 98 Ave. Hialeah Gardens, Fl. 33018

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have) executed these Articles of Incorporation this 8th day of April, 1998.

Signature(s) of Incorporator(s)



H98000006751

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

ALL AMERICAN BARRICADES, CORP.

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

Ruben G. Santos 12054 NW 98 Ave.

(P.O. BOX NOT ACCEPTABLE)

Hialeah Gardens, Fl. 33018

(CITY/STATE/ZIP)

FILED

98 APR -8 PM 3:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE

TITLE

VICE-PRESIDENT

DATE

4/8/98

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

DATE

4/8/98