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J. BRYAN OCT 16 2006

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Globex Logistics LLC

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Martti Kalkas

(Contact Person)

Kalkas Business Services

(Firm/Company)

245 SE 1st Street, Suite 225

(Address)

Miami, FL 33131

(City, State and Zip Code)

For further information concerning this matter, please call:

Martti Kalkas

(Name of Contact Person)

at ( 305 ) 577-9716

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)     \$155.00 Filing Fees and Certificate of Status     \$180.00 Filing Fees and Certified Copy     \$185.00 Filing Fees, Certified Copy, and Certificate of Status

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

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

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Certificate of Conversion  
For  
Globex Logistics, Inc.  
Into  
Florida Limited Liability Company

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Corporation into Florida Limited Liability Company in accordance with s. 608.439, Florida Statutes.

1. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is:

**Globex Logistics, Inc (P06000041358)**


2. The Globex Logistics is a Corporation, first organized, formed or incorporated under the laws of Florida on March 22, 2006.

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

**Globex Logistics L.L.C**

4. The effective date is the date of filing.

Signed this: 10<sup>th</sup> day of October 2006

Signature: 

(Must be signed by a Member or Authorized Representative.)

Printed Name: Martti Kalkas Title: Authorized representative of Member  
Daniel Vallias

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ARTICLES OF ORGANIZATION  
OF  
GLOBEX LOGISTICS L.L.C.

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The undersigned incorporator, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I NAME

The name of the limited liability company shall be GLOBEX LOGISTICS L.L.C.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this limited liability company is 3505 NW 113 Court, Miami, FL 33178.

ARTICLE III EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE IV DURATION

Subject to the provisions of Article 9, the Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE V PURPOSES AND POWERS

The Company may engage or transact in 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 VI REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is Martti Kalkas, 245 SE 1<sup>st</sup> Street, Suite 225, Miami, FL 33131

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## ARTICLE VIII ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all members of the Company and upon such terms and conditions as shall be determined by members. A member may transfer his or her interest in the Company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

## ARTICLE IX RIGHT OF FIRST REFUSAL

Existing members are granted the Right of First Refusal with respect of any transfer or assignment of membership whether voluntary or involuntary.

## ARTICLE X TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

## ARTICLE XI MEMBERS

The names and addresses of the members and managers of the Company are:

Daniel Vallias  
3505 NW 113 Ct., Miami, FL 33178

Ramaya Vallias  
3505 NW 113 Ct., Miami, FL 33178

Ramyran Vallias  
3505 NW 113 Ct., Miami, FL 33178

Marcos Leal Vallias  
3505 NW 113 Ct., Miami, FL 33178

Anderson Geraldo de Meira  
3505 NW 113 Ct., Miami, FL 33178


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CERTIFICATE DESIGNATING THE ADDRESS

AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named as registered agent and to accept service of process for GLOBEX LOGISTICS L.L.C., at the place designated in its Articles of Organization, 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 as provided for in Chapter 608, F.S.

Dated: October 10<sup>th</sup> 2006.



Registered Agent

The undersigned has executed these Articles of Organization this 10<sup>th</sup> day of October 2006.



Martti Kalkas as authorized representative of Daniel Vallias

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