

L2100038 4485

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

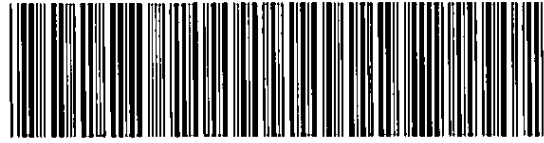
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2021 AUG 26 PM 4: 42

SECRETARY OF STATE
TALLAHASSEE, FL

08/26/21 --01007- 013 **180.00

RECEIVED

2021 AUG 26 PM 2: 40

BUSINESS CORPORATIONS
TALLAHASSEE, FLORIDA

FLORIDA RESEARCH & FILING SERVICES, INC.

1211 CIRCLE DR

TALLAHASSEE, FL 32301

PH: 850-524-4381

PLEASE FILE THE ATTACHED CONVERSION FOR:

1. MUSA INVESTMENTS LLC

PLEASE RETURN A CERTIFIED COPY

CHECK# 9070 FOR: \$180.00

THANK YOU!



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 26, 2021

FLORIDA RESEARCH & FILING SERVICE

SUBJECT: MUSA INVESTMENTS LLC
Ref. Number: W21000117685

RECEIVED
2021 AUG 27 PM 1:37
OFFICE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for MUSA INVESTMENTS LLC and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must contain the words "Limited Liability Company," the abbreviation "L.L.C.", or the designation "LLC". The following suffixes are no longer acceptable: "Limited Company," "L.C.," "LC.," "Ltd.," and "Co."

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 III

Letter Number: 921A00020660

RESUBMITTING
W/ CORRECTIONS
PLEASE REAIN
ORIGINAL
SUBMISSION DATE
8/26/21

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2021 AUG 26 PM 4:43

SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLES OF CONVERSION
FOR
OTHER BUSINESS ENTITY
INTO
FLORIDA LIMITED LIABILITY COMPANY

The Articles of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with F.S. 605.1045.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is: **MUSA INVESTMENTS INC.**
2. The "Other Business Entity" is a **Corporation**. First organized, formed or incorporated under the laws of the **British Virgin Islands** on **May 19, 2011**.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: **MUSA INVESTMENTS USA, LLC.**
4. If not effective on the date of filing, enter the effective date: N/A.

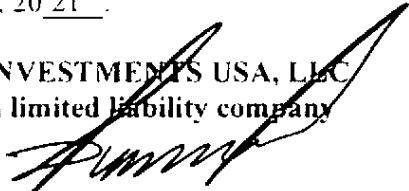
(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)

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.

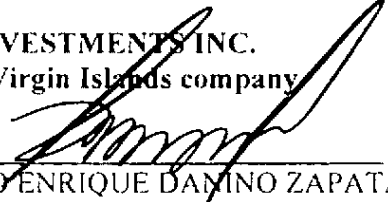
5. The plan of conversion has been approved in accordance with all applicable statutes.
6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 26th day of August, 2021.

MUSA INVESTMENTS USA, LLC
a Florida limited liability company


ROBERTO ENRIQUE DANINO ZAPATA
Authorized Representative

MUSA INVESTMENTS INC.
a British Virgin Islands company


ROBERTO ENRIQUE DANINO ZAPATA
Director

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SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLES OF ORGANIZATION
OF
MUSA INVESTMENTS USA, LLC

ARTICLE I
NAME

The name of this Limited Liability Company shall be **MUSA INVESTMENTS USA, LLC** (the "Company").

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 8950 SW 74th Court, Suite 1901, Miami, FL 33156, and such other place or places as the member from time to time may determine. The mailing address of the Company is 8950 SW 74th Court, Suite 1901, Miami, FL 33156.

ARTICLE III
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered agent of the Company shall be **Atrium Registered Agents, Inc.** The address of the initial registered agent is 8950 SW 74th Court, Suite 1901, Miami, Florida 33156.

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager – managed company. The names and addresses of the managers who will serve as managers until the first annual meeting of members or until their successors are selected and qualified in accordance with the Operating Agreement or applicable law are:

ANDRES NAIM
c/o 8950 SW 74th Court
Suite 1901
Miami, FL 33156

MOISES NAIM
c/o 8950 SW 74th Court
Suite 1901
Miami, FL 33156


ARTICLE V
PURPOSE OF THE COMPANY

This limited liability 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.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the 26th day of August, 2021, effective upon filing same with the Florida Department of State.

MUSA INVESTMENTS USA, LLC

BY:


Leslie A. Share, Authorized Representative

(In accordance with section 605.0203 (1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

MUSA INVESTMENTS USA, LLC

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

Atrium Registered Agents, Inc.
8950 SW 74th Court, Suite 1901
Miami, Florida 33156

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TALLAHASSEE, FL

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Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 605, F.S..

ATRIUM REGISTERED AGENTS, INC.

By: _____

Leslie A. Share, Vice President

Date: August 26th, 2021.