



Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H11000152611 3)))



H110001526113ABCS

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6383

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FILED
11 JUN -9 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
LUPEMAR, LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$25.00

D. BRUCE

JUN 10 2011

EXAMINER

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED
11 JUN -9 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H11000152611

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Lupemar, LLC

Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on April 21, 2011.

Article III. Principal Address

The street address of the Company's principal office is:

Lupemar, LLC
7700 N. Kendall Drive Suite 606
Miami FL 33156

Article IV. Mailing Address

The Company's mailing address is:

c/o Alexandre Piquet, Esq. – Piquet Law Firm, P.A.
801 Brickell Avenue Suite 900
Miami FL 33131

FILED
11 JUN -9 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Piquet Law Firm, P.A.
801 Brickell Ave Ste 900
Miami FL 33131
305-350-5647

H11000152611

H11000152611

Article V. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410 UNITED STATES

Article VI. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VII. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VIII. Management

This will be a manager-managed company. The name and address of each manager is:

PELUMAR SA
7700 N. Kendall Drive Suite 606 Miami FL 33156

PEDRO EDUARDO DA CUNHA PEREIRA
7700 N. Kendall Drive Suite 606 Miami FL 33156

FILED
11 JUN - 9 AM 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Piquet Law Firm, P.A.
801 Brickell Ave Ste 900
Miami FL 33131
305-350-5647

H11000152611

H11000152611

Article IX. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

Lupemar, LLC

By: 
by Diana Urrego as attorney-in-fact

Name: Pedro Eduardo Da Cunha Pereira

Title: Manager

Date: June 8, 2011

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:

Lupemar, LLC

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410

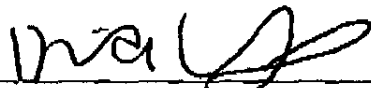
Piquet Law Firm, P.A.
801 Brickell Ave Ste 900
Miami FL 33131
305-350-5647

FILED
11 JUN -9 AM 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H11000152611

H11000152611

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



CORPORATE CREATIONS NETWORK INC.
Diana Urrego, Special Secretary

Date: June 8, 2011

FILED
14 JUN -9 AM 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Piquet Law Firm, P.A.
801 Brickell Ave Ste 900
Miami FL 33131
305-350-5647

H11000152611

**Lowndes
Drosdick
Doster &
Kantor
Reed, P.A.**

215 NORTH EOLA DRIVE
ORLANDO, FLORIDA 32801

450 SOUTH ORANGE AVENUE, SUITE 800
ORLANDO, FLORIDA 32801

POST OFFICE BOX 2809, ORLANDO, FLORIDA 32802-2809
TEL.: 407-843-4600 / FAX.: 407-843-4444
www.lowndes-law.com

**A T T O R N E Y S
A T L A W**

III MERITAS LAW FIRMS WORLDWIDE

FROM:

Name:
Fax Number:
Voice Number:

TO:

Name: **DIVISION OF CORPORATIONS**
Company:
Fax Number: **1-850-617-6383**
Voice Phone:

MESSAGES:

FILED
11 JUN - 9 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Date and time of transmission: **Thursday, June 09, 2011 12:39:14 PM**
Number of pages including this cover sheet: **03**

If you did not receive all of the pages, please contact us as soon as possible.

The information contained in this transmission is attorney privileged and confidential. It is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copy of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone collect and return the original message to us at the above address via the U.S. Postal Service. We will reimburse you for postage. Thank you.