

**B07000000190**

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies 2 Certificates of Status 1

Special Instructions to Filing Officer:

**L. SELLERS**

NOV - 9 2009

**EXAMINER**

Office Use Only



**900162480169**

11/06/09--01032--007 \*\*105.00

**FILED**  
09 NOV -6 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Alsis Latin America Fund G.P. L.P.  
Name of Foreign Limited Partnership or Limited Liability Limited Partnership

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Dominique Romo  
Contact Person

Alsis Funds  
Firm/Company

1680 Michigan Ave. Suite 1000  
Address

Miami Beach, FL 33139  
City, State and Zip Code

dromo@alsisfunds.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Dominique Romo at ( 305 ) 531/445  
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$52.50 Filing Fee    ☐ \$61.25 Filing Fee and Certificate of Status    ☒ \$105.00 Filing Fee and Certified Copy    ☐ \$113.75 Filing Fee, 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

**AMENDMENT TO CERTIFICATE OF AUTHORITY  
FOR  
FOREIGN LIMITED PARTNERSHIP OR  
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:

Alsia Latin America Fund GP, L.P.

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: June 18, 2007

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

N/A

*Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.*

*Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.*

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

Xavier Gonzalez-Santelmo

1680 Michigan Ave. Suite 1000  
Miami Beach, FL 33139

Alfonso Montiel

1680 Michigan Ave. Suite 1000  
Miami Beach, FL 33139

David L. Sanchez-Temblique

1680 Michigan Ave. Suite 1000  
Miami Beach, FL 33139

6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

N/A

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

N/A

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

☐

The entity elects to be a limited liability limited partnership.

☐

The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: \_\_\_\_\_  
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner:

Xavier Gonzalez-Santelmo

Typed or printed name:

Xavier Gonzalez-Santelmo

Filing Fee:	\$52.50
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "ALSIS LATIN AMERICA FUND GP, L.P." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF LIMITED PARTNERSHIP, FILED THE EIGHTH DAY OF MAY, A.D. 2007, AT 5:09 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "ALSIS LATIN AMERICA FUND US GP, L.P." TO "ALSIS LATIN AMERICA FUND GP, L.P.", FILED THE TWENTY-SECOND DAY OF MAY, A.D. 2007, AT 5:12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED PARTNERSHIP, "ALSIS LATIN AMERICA FUND GP, L.P.".


FILED  
09 NOV -6 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

4348554 8100H

090985707



You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7619910

DATE: 11-03-09

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
ALSIS LATIN AMERICA FUND US GP, L.P.  
a Delaware limited partnership**

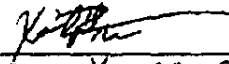
1. Name of Partnership: Alsis Latin America Fund US GP, L.P.
2. Address of Principal Office: Espiritu Santo Plaza  
1395 Brickell Avenue  
Suite 800  
Miami, Florida 33131
3. Name and Address of Registered Agent and Registered Office: The Corporation Trust Company  
1209 Orange Street  
Wilmington, Delaware 19801
4. General Partner:  
Name: Alsis US GP, LLC  
Mailing Address: Espiritu Santo Plaza  
1395 Brickell Avenue  
Suite 800  
Miami, Florida 33131
5. Other Matters: The General Partner has determined not to include any other matters.

EXECUTED on the 3<sup>rd</sup> day of May, 2007.

GENERAL PARTNER:

**ALSIS US GP, LLC,**  
a Delaware limited liability company

By:

  
Name: XAVIER GONZALEZ-SANFELIU  
Title: Managing Director

XAVIER GONZALEZ-SANFELIU

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 06:18 PM 05/22/2007  
FILED 05:12 PM 05/22/2007  
SRV 070602750 - 4348554 FILE

**FIRST AMENDMENT  
TO THE  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
ALSIS LATIN AMERICA FUND US GP, L.P.**

Pursuant to the Delaware Revised Uniform Limited Partnership Act, the undersigned limited partnership desires to amend its Certificate of Limited Partnership and for that purpose submits the following certificate of amendment:

1. Name of the limited partnership: Alsis Latin America Fund US GP, L.P.
2. Date of filing of original Certificate of Limited Partnership: May 8, 2007.
3. The Certificate of Limited Partnership is amended by replacing the current Section 1 with the following:

"1. Name of Partnership: Alsis Latin America Fund GP, L.P."

EXECUTED as of the 22<sup>nd</sup> day of May, 2007.

GENERAL PARTNER:

**ALSIS US GP, LLC,**  
a Delaware limited liability company,

By: 

Name: Xavier Gonzalez-Sanfeliu  
Title: Managing Director