

F24000003347

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

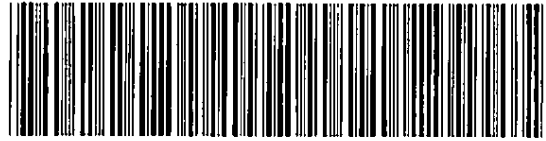
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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MASSACHUSETTS
SECRETARY OF STATE

2024 JUN 18 PM 11:49

FILED

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: KIWI FINANCIAL, INC.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Mariano Sanz

Name of Person

KIWI FINANCIAL, INC.

Firm/Company

151 Calle de San Francisco Ste 200 PMB 1123

Address

San Juan, PR 00901-1607

City/State and Zip code

mariano@kiwicredito.com

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

For further information concerning this matter, please call:

Mariano Sanz

at (414) 614-0502

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☒ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. KIWI FINANCIAL, INC.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")
- KIWI CREDITO
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Puerto Rico 3. 66-0940515
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 02/04/2020 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)
6. NA
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 33 Calle Resolución, Suite 803-A, San Juan PR 00920
(Principal office street address)
- 151 Calle de San Francisco Ste 200 PMB 1123 San Juan, PR 00901-1607
(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Alexander Schaether

Office Address: 350 Lincoln Road, Floor 2, Suite 328

Miami Beach, Florida 33139
(City) (Zip code)

9. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

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TREASURY SECRETARIAT

A. DIRECTORS

☐ Chairman Name: Mariano Sanz
☐ Vice Chairman Address: 33 Calle Resolucion, SJ, PR, 009
☒ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: Alexander Schachter
☐ Vice Chairman Address: 33 Calle Resolucion, SJ, PR, 009
☐ Director _____
☒ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

12. _____
Signature of Director or Officer

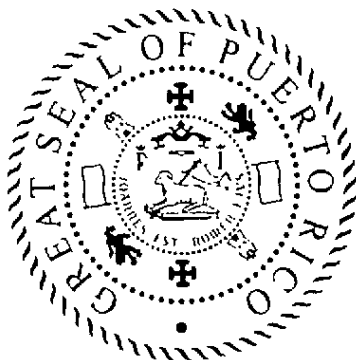
The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



CERTIFICATE OF GOOD STANDING

I, **Omar J. Marrero Díaz**, **Secretary of State** of the Government of Puerto Rico,

CERTIFY: That, **KIWI FINANCIAL, INC.**, register number **440202**, a **for profit domestic** corporation, organized under the laws of Puerto Rico on **February 4, 2020**, has complied with the filing of its Annual Reports.



IN WITNESS WHEREOF, the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Government of Puerto Rico, in the City of San Juan, Puerto Rico, today, **June 8, 2024**.

Omar J. Marrero Díaz
Secretary of State

To validate this certificate go to:

<https://estado.pr.gov/>

This certificate is valid for one (1) year from issue date (Regulation 8688, Art. 26). However, it is subject to faithful compliance with the provisions of Chapter XV and Chapter XXI of Act 164-2009, as applicable.

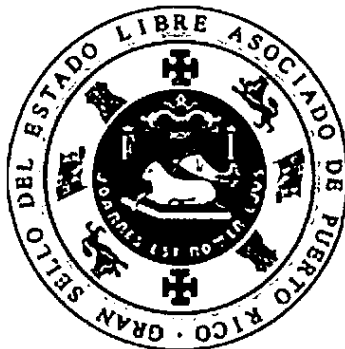
Certificate Validation Number: **678736-58779583**



CERTIFICATE OF CONVERSION

I, **Omar J. Marrero Díaz**, **Secretary of State** of the Government of Puerto Rico;

CERTIFY: That, on **February 15, 2023 at 12:16 PM**, **KIWI FINANCIAL, LLC**, registry number **440202**, a **Domestic For Profit Limited Liability Company**, has filed a Certificate of Conversion changing to **KIWI FINANCIAL INC.**, a **Domestic For Profit Corporation**. It is effective immediately.



IN WITNESS WHEREOF, the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Government of Puerto Rico, in the City of San Juan, Puerto Rico, today, **February 15, 2023**.

Omar J. Marrero Díaz
Secretary of State

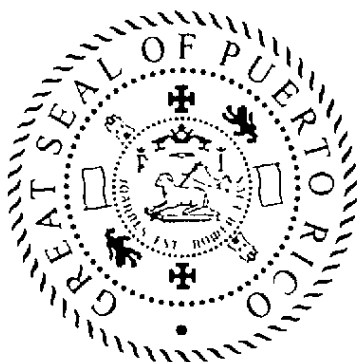


CERTIFICATE OF EXISTENCE

I, **Omar J. Marrero Díaz**, **Secretary of State** of the Government of Puerto Rico,

CERTIFY: That according to our records **KIWI FINANCIAL, INC.**, with registration number **440202**, is a **domestic for profit corporation** organized on **February 4, 2020**.

This certification does not certify that this corporation has filed its annual reports, pursuant to the requirements of the General Corporations Law, as amended. If you need to know if such reports have been filed, you must request a Certificate of Good Standing.



IN WITNESS WHEREOF, the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Government of Puerto Rico, in the City of San Juan, Puerto Rico, today, **May 30, 2024**.

Omar J. Marrero Díaz
Secretary of State

To validate this certificate go to: <https://estado.pr.gov/>

This certificate can be validated an unlimited number of times before its expiration date of 30-May-2025.

Certificate Validation Number: **674937-31691696**

Mariano Sanz
CEO
KIWI FINANCIAL, INC.
33 CALLE RESOLUCION, STE 803A
SAN JUAN, PR, 00920

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: Conversion of KIWI FINANCIAL, LLC to KIWI FINANCIAL, INC/ Foreign Corporation
for Authorization to Transact Business in Florida

Dear Sir/Madam,

I am writing to inform the Florida Department of State, Division of Corporations, that our Puerto Rican entity, KIWI FINANCIAL, LLC, has been converted into a corporation and is now known as KIWI FINANCIAL, INC. The tax identification number remains unchanged: 66-0940515.

KIWI FINANCIAL, LLC was registered in Florida as a Foreign Limited Liability Company on November 23, 2020, with the document number M20000010959. However, we have not conducted any business operations under this registration to date.

As we plan to commence business operations in Florida, we have submitted a Foreign Entity Withdrawal filing, with confirmation number 800430748408. Along with this letter, we are submitting the enclosed Application by Foreign Corporation for Authorization to Transact Business in Florida to accurately reflect our entity's conversion from an LLC to a corporation.

Please let us know if there are any additional steps or documentation required to complete this process. We appreciate your attention to this matter and look forward to your confirmation of our updated registration.

Thank you for your assistance.

Sincerely,
Mariano Sanz, CEO
KIWI FINANCIAL, INC.

5/30/2024

