

LU7000689611

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

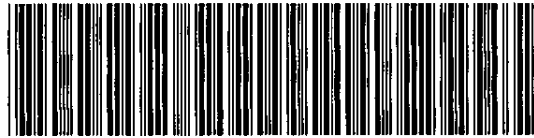
(Document Number)

Certified Copies _____ Certificates of Status _____

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08 OCT 31 PM 2:09

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

08 OCT 31 PM 2:45

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. KOHR

OCT 31 2008

EXAMINER



CT
a Wolters Kluwer business

CT
1203 Governors Square Blvd.
Suite 101
Tallahassee, FL 32301-2960

850 222 1092 tel
850 222 7615 fax
www.ctlegalsolutions.com

October 31, 2008

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

FILED
08 OCT 31 PM 2:45
TALLAHASSEE, FLORIDA

Re: Order #: 7401683 SO
Customer Reference 1: 114845.010100
Customer Reference 2: None Given

Dear Department of State, Florida:

In response to your request regarding the above referenced order, your filing(s) has been completed as indicated below:

AMX USA Holding, LLC (FL)
Conversion
Florida
Filing Date:

AMX USA Holding, LLC (FL)
Obtain Document - Misc - Certified copy of Conversion document.
Florida
Filing Date:

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08 OCT 31 AM 11:16
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Certificate of Conversion
For
Florida Limited Liability Company
Into
"Other Business Entity"

This Certificate of Conversion is submitted to convert the following **Florida Limited Liability Company** into an **"Other Business Entity"** in accordance with s. 608.4403, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

AMX USA Holding, LLC

(Enter Name of Florida Limited Liability Company)

2. The name of the "Other Business Entity" is:

AMX USA Holding, S.A. de C.V.

(Enter Name of "Other Business Entity")

3. The "Other Business Entity" is a limited liability company (sociedad anonima de capital variable)
(Enter entity type. Example: corporation, limited partnership, sole proprietorship,
general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of the United Mexican States ("Mexico")

(Enter state, or if a non-U.S. entity, the name of the country)

4. The above referenced Florida Limited Liability Company has converted into an "Other Business Entity" in compliance with Chapter 608, F.S., and the conversion complies with the statute or applicable law governing the "Other Business Entity."

5. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 608, F.S.

6. If applicable, the written consent of each member who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to s. 608.4402(2), F.S.

7. This conversion was effective under the laws governing the "Other Business Entity" on: October 31, 2008.

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OCT 31 PM 2:45
TALLAHASSEE, FLORIDA

8. This conversion shall be effective in Florida on: October 31, 2008.

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date of the conversion under the laws governing the "Other Business Entity.")

9. The principal office address of the "Other Business Entity" under the laws of the state, country, or jurisdiction in which such entity was organized is as follows:

AMX USA Holding, S.A. de C.V., Lago Alberto No. 366, Colonia Alberto No. 366, Delegacion Miguel Hidalgo, Mexico, Distrito Federal 11320

10. If the "Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Other Business Entity":

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida limited liability company, including any appraisal rights of its members under ss. 608.4351-608.43595, F.S.

b.) Lists the following street and mailing address of an office the Florida Department of State may use for purposes of s. 48.181, F.S.

Street Address: 9700 NW 112th Avenue

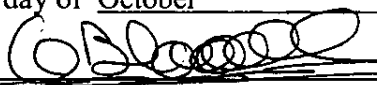
Miami, FL 33178

Mailing Address: 9700 NW 112th Avenue

Miami, FL 33178

11. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 608.4351-608.43595, F.S.

Signed this 29th day of October, 2008

Signature: 

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

Printed Name: Gustavo Blanco

Title: Manager

Fees: Filing Fee: \$25.00
Certified Copy: \$30.00 (Optional)
Certificate of Status: \$5.00 (Optional)