

L09000029051

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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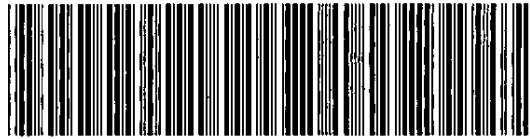
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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03/24/09--01027--023 **180.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 MAR 24 PM 12:49

T. HAMPTON

MAR 25 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SEVILLE IMPORTS REAL ESTATE, LLC 

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

BETSY PARENTI

(Contact Person)

FOWLER RODRIGUEZ VALDES-FAULI

(Firm/Company)

355 ALHAMBRA CIRCLE, SUITE 801

(Address)

CORAL GABLES, FL 33134

(City, State and Zip Code)

For further information concerning this matter, please call:

BETSY PARENTI

(Name of Contact Person)

at (786) 364-8480

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☒ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
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

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

This Certificate 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 s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:
SEVILLE IMPORTS REAL ESTATE, CORP.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a CORPORATION.
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of FLORIDA
(Enter state, or if a non-U.S. entity, the name of the country)

on FEBRUARY 17, 2009.
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

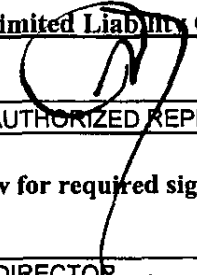
4. The name of the Florida Limited Liability Company as set forth in the attached **Articles of Organization**:

SEVILLE IMPORTS REAL ESTATE, LLC
(Enter Name of Florida Limited Liability Company)

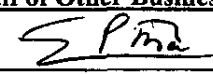
5. If not effective on the date of filing, enter the effective date:_____.
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 19TH day of FEBRUARY 20 09.

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: 
Printed Name: RAUL VALDES-FAULI Title: AUTHORIZED REPRESENTATIVE

Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: 
Printed Name: GONZALO PINAR Title: DIRECTOR

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

ARTICLES OF ORGANIZATION OF
SEVILLE IMPORTS REAL ESTATE, LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

09 MAR 24 PM 12:49

These Articles of Organization of SEVILLE IMPORTS REAL ESTATE, LLC (the "Company"), have been duly executed and are being filed by the undersigned authorized representative of the member to form a Florida limited liability company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608) as follows:

ARTICLE I
NAME

The name of the limited liability company formed hereby is SEVILLE IMPORTS REAL ESTATE, LLC.

ARTICLE II
ADDRESS

The principal place of business address and mailing address of the Company is 355 Alhambra Circle, Suite 801, Coral Gables, Florida 33134.

ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the registered agent and registered office of the Company is Registered Agent Corporate Services, Inc., 355 Alhambra Circle, Suite 801, Coral Gables, Florida 33134.

ARTICLE IV
MANAGERS

The name and address of each Manager is:

Luis Medina Fernández de Córdoba
Gonzalo Pinar Goizueta
Antonio Beresaluce Diez

María Zulema Beresaluce Salinero
Ignacio Borrero Pascual
Antonio Beresaluce Salinero

All of them with address at 200 South Prairie Avenue, Waukesha, Wisconsin 53186.

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization on the 19th day of February, 2009.

By: _____


Raul Valdes-Fauli
Authorized Representative of the Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OF THE FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA.

The name of the limited liability company is **SEVILLE IMPORTS REAL ESTATE, LLC.**

The name and street address of the Florida registered agent and office are:

Registered Agent Corporate Services, Inc.
355 Alhambra Circle, Suite 801
Coral Gables, FL 33134

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 the 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 in Chapter 608, F.S.

REGISTERED AGENT CORPORATE SERVICES, INC.

By: 
Betsy Parenti, Assistant Secretary

Date: February 19, 2009

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