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(Requestor's Name)

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(City/State/Zip/Phone #)

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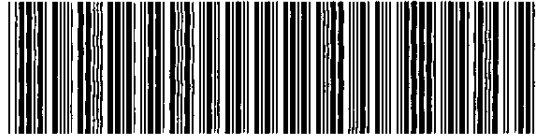
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

J. BRYAN

APR 23 2009

EXAMINER

**SYLVIA GONZALEZ PEREZ, P.A.**

April 20, 2009

VIA U.S. MAIL

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

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TALLAHASSEE, FLORIDA

Re: Arrizurieta & Associates, LLC

Dear Sir or Madam:

Enclosed please find a Certificate of Conversion and Articles of Organization to convert Arrizurieta & Associates, Inc., a Florida corporation, into Arrizurieta & Associates, LLC, a Florida limited liability company, in accordance Section 608.439 of the Florida Statutes. We have also enclosed a check in the amount of \$150 as payment for all filing fees applicable to effectuate this conversion.

Thank you in advance for your assistance. Should you need anything further, please do not to hesitate to contact me at 305-281-0160, or at the address listed below.

Sincerely,

SYLVIA GONZALEZ PEREZ, P.A.



Sylvia Gonzalez Perez

Enclosures

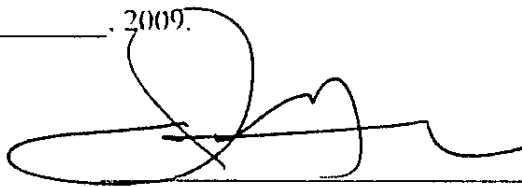
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CERTIFICATE OF CONVERSION  
FOR  
"OTHER BUSINESS ENTITY"  
INTO  
**FLORIDA LIMITED LIABILITY COMPANY**

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 ARRIZURIETA & ASSOCIATES, INC. #P09000007167
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on January 23, 2009.
3. The jurisdiction of the "Other Business Entity" was not changed.
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is ARRIZURIETA & ASSOCIATES, LLC.
5. This Certificate of Conversion shall be effective on the date of filing.

Signed this 9 day of April, 2009.

  
\_\_\_\_\_  
Jorge L. Arrizurieta, Member

  
\_\_\_\_\_  
BY: Jorge L. Arrizurieta  
Sole Shareholder and Sole Director

**ARTICLES OF ORGANIZATION  
OF  
ARRIZURIETA & ASSOCIATES, LLC**

The undersigned, being the sole Member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I**

**NAME**

The name of the limited liability company is ARRIZURIETA & ASSOCIATES, LLC (the "Company").

**ARTICLE II**

**ADDRESS**

The principal office of the Company is:

1118 Placetas Avenue  
Coral Gables, FL 33146

The mailing address of the Company is:

1118 Placetas Avenue  
Coral Gables, FL 33146

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**ARTICLE III**

**REGISTERED AGENT AND OFFICE**

The Company designates 800 Douglas Road, Suite 850, Coral Gables, FL, 33134 as the street address of the initial registered office of the Company and names Robert H. Fernandez as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV**

**DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually,

unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

## **ARTICLE V**

### **MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

## **ARTICLE VI**

### **MANAGERS**

The name and address of the initial Manager of the Company is:

Jorge L. Arrizurieta  
1118 Placetas Avenue  
Coral Gables, FL 33146

## **ARTICLE VII**

### **PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

## **ARTICLE VIII**

### **ADDITIONAL MEMBERS**

Additional Members may be admitted upon the written consent of the majority ownership interest, and upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

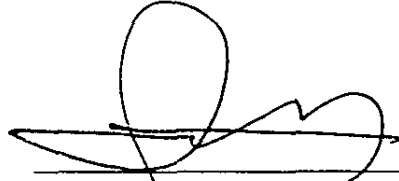
## **ARTICLE IX**

### **OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company, if any.

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 9 day of April, 2009.

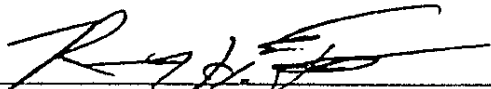


Jorge L. Arrizurieta, Sole Member

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## ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for ARRIZURIETA & ASSOCIATES, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 9 day of April, 2009.

  
Robert H. Fernandez

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