

L10000052855

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

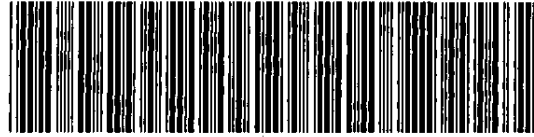
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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05/03/10--01025--008 **155.00

2010 MAY 14 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

C. LEWIS

MAY 17, 2010

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: North Drive Business 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:

Olga Santini
(Contact Person)

MF Corporate Services International
(Firm/Company)

1541 Brickell Avenue - Suite 1806
(Address)

Miami, Florida 33129
(City, State and Zip Code)

osantini@bellsouth.net
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Olga Santini at (305) 856-6121
(Name of Contact Person) (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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 4, 2010

OLGA SANTINI / MF CORPORATE SERVICES INTERNATIONAL
1541 BRICKELL AVE., SUITE 1806
MIAMI, FL 33129

SUBJECT: NORTH DRIVE BUSINESS LLC
Ref. Number: W10000021582

We have received your document for NORTH DRIVE BUSINESS LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Certificate of Conversion must be signed by an authorized person.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 710A00011068

FILED

2010 MAY 14 PM 4:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:
North Drive Business Corp

(Enter Name of Other Business Entity)

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

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

on December 5th, 2003.
(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:

N/A

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

North Drive Business 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.)

FILED

Signed this _____ day of _____ 20____

2010 MAY 14 PM 4:06

Signature of Member or Authorized Representative of Limited Liability Company:

X Signature of Member or Authorized Representative: Olga Santini
Printed Name: OLGA SANTINI Title: Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Signature: Francis E. Perez
Printed Name: FRANCIS PEREZ Title: Director/ President

Signature: Leticia Montoya
Printed Name: LETICIA MONTOYA Title: Director / Secretary

Signature: Marta Edghill
Printed Name: MARTA EDGHILL Title: Director/ Assistant Secretary

Signature: Katia Solano
Printed Name: KATIA SOLANO Title: Director/ Assistant Secretary

Signature: Yvette M. Rogers
Printed Name: YVETTER ROGERS Title: Director/ Vice president and treasurer

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:

Signatures of ALL General Partners.

All others:

Signatures of an authorized person.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

North Drive Business LLC

(Must end with the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

c/o 1541 Brickell Avenue - Suite 1806
Miami, Florida 33129

Mailing Address:

~~2002 Box~~ c/o 1541 Brickell Ave - Suite
Miami, Florida ~~33129~~ 33129
1806

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's

Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

MF Corporate Services International

Name

1541 Brickell Avenue - suite 1806

Florida street address (P.O. Box **NOT** acceptable)

Miami

FL 33129

City, State, and Zip

2010 MAY 14 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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 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 for in

Chapter 608, F.S..


Registered Agent's Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV- Manager(s) or Managing Members(s):

- The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGR

RICARDO ICAZA HUERTAS

Bella Vista, Brasil 16500 E Plaza 50

(FERRARI) PB A3

MGRM

FUNDACIÓN LIFE FOR EVER

REPUBLIC OF PANAMA

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____
(OPTIONAL)

(The effective date: 1) cannot be prior to not 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 Certificate of Conversion, if an effective date is listed therein.)

REQUIRED SIGNATURE:

X 
Signature of a member or an authorized representative of a 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.)

RAMSES OWENS on behalf of FIDUCIARA MOSSFON as foundation council of
FUNDACIÓN LIFE FOR EVER.

Typed or printed name of signee