

L10000077108

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 24 2013

T. HAMPTON

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Real Top Invest, LLC

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Vanessa Grosso da Silveira Lardosa

Name of Person

Escritorio de Advocacia Gouvea Vieira

Firm/Company

Avenida Rio Branco, n. 85, 16th floor

Address

Rio de Janeiro - RJ - 20040-004

City/State and Zip Code

vgds@eagv.com.br

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

For further information concerning this matter, please call:

Vanessa Grosso da Silveira Lardosa

+55 021 3849 - 4545

at ()

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:

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

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 9, 2012

RENE BUSHEL
BV SSOCIATES CO
11098 BISCAYNE BLVD - # 300
MIAMI, FL 33161

SUBJECT: REAL TOP INVEST, LLC
Ref. Number: L10000077108

We have received your document for REAL TOP INVEST, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

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) 245-6051.

Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 912A00018376

Rio de Janeiro, March 13, 2014.

To
Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301
USA

Att.: Mrs. Tammy Hampton // Registration/Qualification Section

Re.: Real Top Invest, LLC – Ref. Number: L10000077108 / Letter Number: 912A00018376

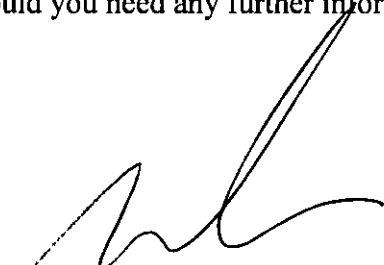
Dear Mrs. Hampton,

In reference to the subject matter and to your previous letter, we send you, enclosed hereto, the following documents: (i) 1 (one) original version of the corrected Written Resolutions of the members of Real Top Invest, LLC; (ii) 1 (one) copy of the same document; (iii) the cover letter; and (iv) a copy of your letter n.º 912A00018376 sent to the company on July 9, 2012, informing that the document had not been filed.

Since we were informed, by the phone, that even though the 60 (sixty) days term has not been observed, the procedure could be restarted without the payment of a new filing fee, we are not sending a new check enclosed hereto. Please inform us if this information is not correct.

We remain at your disposal should you need any further information.

Best regards,



Vanessa Grosso da Silveira Lardosa

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Real Top Invest, LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

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TALLAHASSEE, FLORIDA

The Articles of Organization for this Limited Liability Company were filed on 07/21/2010 and assigned
Florida document number L10000077108.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

, Florida

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Authorized Member on our records, enter the title, name, and address of each Manager or Authorized Member being added or removed from our records:

MGR = Manager
AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
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D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

To increase the capital contribution from U\$1,000.00 divided into 1000 ownership units of a
nominal or par value of U\$1.00 each to U\$ 760,000.00 with the issuance of 759,000 new
ownership units of a nominal or par value of U\$ 1.00 each, being 379,500 subscribed by
Angela Lucia Duarte and 379,500 subscribed by Isabelle Cardoso Barros Duarte.

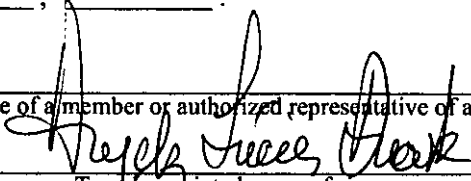
* Please see attached sheet.

E. Effective date, if other than the date of filing: _____ **(optional)**

(If an effective date is listed, the date must be specific and cannot be more than 90 days after filing.) (605.0207 (3)(b))

Dated June 26, 2012

Signature of a member or authorized representative of a member



Typed or printed name of signee

Angela Lucia Duarte

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Filing Fee: \$25.00

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TALLAHASSEE, FLORIDA

**Real Top Invest, L.L.C.
(the "Company")**

**Written Resolution of the Members of the Company
Passed in Accordance with the Company's Articles of Organization and Operating
Agreement**

We, the undersigned, being the Members of the Company entitled to attend and vote at meetings of the Company:

1. **HEREBY RESOLVE:**

- (i) That the capital contribution be increased from U\$1,000.00 divided into 1,000 ownership units of a nominal or par value of U\$1.00 each to U\$760,000.00 with the issuance of 759,000 new ownership units of a nominal or par value of U\$1.00 each, 379,500 subscribed by Angela Lucia Duarte and 379,500 subscribed by Isabele Cardoso Barros Duarte; and
- (ii) That article 5 of the Operating Agreement of the Company be and is hereby altered to read as follows:

"5. Capital Contributions


The capital of the Limited Liability Company shall be U\$ 760,000.00, which shall consist of the aggregate of the capital contributions to be made pursuant to this Article 6.

Each of the Members shall contribute to the capital of the Limited Liability Company the amount set forth opposite his name below:

Managing Member 1- <u>Isabele Cardoso Barros Duarte</u>	<u>\$ 379,500</u>
Managing Member 2- <u>Angela Lucia Duarte</u>	<u>\$379,500</u>

The Members shall not be required to make any additional capital contributions.

Except as specifically provided in this Agreement or required by law, no Member shall have the right to withdraw or reduce his contributions to the capital of the




Limited Liability Company until the termination of the Limited Liability Company. No Member shall have the right to demand and receive any distribution from the Limited Liability Company in any form other than cash, regardless of the nature of such Member's capital contribution. No Member shall be paid interest on capital contributions to the Limited Liability Company.

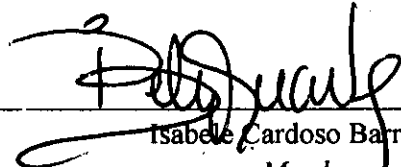
The liability of any Member for the losses, debts, liabilities and obligations of the Limited Liability Company shall be limited to paying: the capital contribution of such Member when due under this Agreement; such Member's share of any undistributed assets of the Limited Liability Company; and (only if and to the extent at any time required by applicable law) any amounts previously distributed to such Member by the Limited Liability Company."

There being no further resolutions to be taken into consideration at present, these Minutes were adopted and signed.

August 5th, 2010



Angela Lucia Duarte
Member



Isabele Cardoso Barros Duarte
Member

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