

L1000000 85758

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

710A00019639

Office Use Only



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08/16/10--01009--014 \*\*125.00

08/16/10--01009--015 \*\*25.00

08/16/10--01009--016 \*\*30.00

08/17/10--01020--011 \*\*90.00

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2010 AUG 16 PM 11:39  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
PM 2 36

B. KOHR

AUG 17 2010

EXAMINER



1203 Governors Square Blvd.  
Tallahassee, FL 32301-2960

850 222 1092 tel  
850 878 5368 fax  
www.ctlegalsolutions.com

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 AUG 16 PM 2:36

August 16, 2010

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

Re: Order #: 7912583 SO  
Customer Reference 1: Craveth Swain Moore  
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:

Pan American Beer Holding LLC (FL)  
Formation  
Florida  
Filing Date:

Pan American Beer Holding LLC (FL)  
Conversion  
Florida  
Filing Date:

Pan American Beer Holding LLC (FL)  
Obtain Document - Misc - Certified copy of Conversion/Formation  
Florida  
Filing Date:

August 16, 2010

*CT Corp*  
**Chris McNear**  
**Assistant Secretary**

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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 AUG 16 PM 2:36

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Pan American Beer Holding LLC (FL)  
Obtain Document - Misc - Certified copy of Conversion/Formation  
Florida  
Filing Date:

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 AUG 16 PM 2:36

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 section 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

**PANAMERICAN BEER HOLDING, S.A.**

2. The "Other Business Entity" is a corporation first incorporated under the laws of the country of Panama on February 14, 1997.
3. The jurisdiction of the "Other Business Entity" was changed on January 7, 2008 and the country under the laws of which it is now incorporated is British Virgin Islands.
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is:

**PANAMERICAN BEER HOLDING LLC**

5. The effective date of this Certificate of Conversion shall be the 16<sup>th</sup> of August, 2010.

Signed this 8<sup>th</sup> of August, 2010.

Signature of Authorized Representative  
of Limited Liability Company

Signature: [Handwritten Signature]  
Printed Name: JOAN BURTON JENSEN  
Title: Director/Registered Agent

Signature of Authorized Representative  
of "Other Business Entity"

Signature: [Handwritten Signature]  
Printed Name: Eduardo E. Diaz/Fernando A. Gil  
Title: DIRECTORS

**FILING FEES:**

|          |   |
|----------|---|
| \$25     | Certificate of Conversion               |
| \$125.00 | Filing Fee for Articles of Organization |
| \$ 30.00 | Certified Copy (OPTIONAL)               |
| \$ 5.00  | Certificate of Status (OPTIONAL)        |

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 AUG 16 PM 21 36

**ARTICLES OF ORGANIZATION**  
**OF**  
**PANAMERICAN BEER HOLDING LLC**

**ARTICLE I**

The name of the limited liability company (hereinafter called the "limited liability company") is  
**PANAMERICAN BEER HOLDING LLC.**

**ARTICLE II**

The address of the principal office and the mailing address of the limited liability company is 121 Alhambra Plaza, Suite 1140, Coral Gables, Florida 33134.

**ARTICLE III**

The period of duration for the limited liability company shall be perpetual.

**ARTICLE IV**


The name and the Florida street address of the registered agent and office are Joan Burton Jensen, 121 Alhambra Plaza, Suite 1140, Coral Gables, Florida 33134.

**ARTICLE V**

The effective date of these Articles of Organization shall be the 16th of August, 2010.

*Having been named as the 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.*

Date: August 8th, 2010

  
Joan Burton Jensen  
(Registered Agent's Signature)

**ARTICLE V**

☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

By: 

(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.)

Joan Burton Jensen, Authorized Representative of the Member  
Typed or printed name of signee

**FILING FEES:**

**\$125.00 Filing Fee for Articles of Organization and  
Designation of Registered Agent  
\$ 30.00 Certified Copy (OPTIONAL)  
\$ 5.00 Certificate of Status (OPTIONAL)**