

L10000129910

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

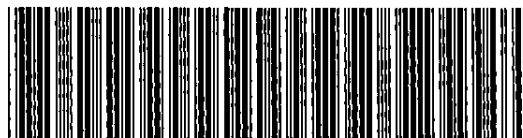
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300187451713

12/23/10--01001--004 **430.00

EFFECTIVE DATE 12/31/2010

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 DEC 21 PM 12:42

CORPFLAL

B. KOHR

DEC 23 2010

EXAMINER

Sunstate Research

Requester's Name

EFFECTIVE DATE 12/31/2010

Address

656-5454

City/State/Zip

Phone #

2415

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 DEC 21 PM 12:42

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Terra World Trade, Inc
(Corporation Name) (Document #)

2. into New Terra LLC
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. file 2nd
(Corporation Name) (Document #)



☐ Mail out

☐ Pick up time

☐ Will wait

☐ Photocopy



☒ Certificate of Status

*need 2 (two) c/c

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☒ Other Conversion

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

EFFECTIVE DATE 12/31/2010

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 DEC 21 PM 12:42

**CERTIFICATE OF CONVERSION
FOR
BARBADOS INTERNATIONAL BUSINESS COMPANY
INTO
FLORIDA LIMITED LIABILITY COMPANY**


This Certificate of Conversion and the attached Articles of Organization are submitted to convert TERRA WORLD TRADE, INC., a Barbados international business company (the "Barbados IBC"), into TERRA WORLD TRADE, LLC, a Florida limited liability company (the "Florida LLC"), in accordance with Section 608.439 of the Florida Limited Liability Company Act.

1. The Barbados IBC was first organized under the laws of Barbados on March 22, 2004, and its jurisdiction immediately prior to the conversion is Barbados.
2. The name of the Barbados IBC immediately prior to the filing of this Certificate of Conversion is TERRA WORLD TRADE, INC.
3. The name of the Florida LLC, as set forth in the attached Articles of Organization, is TERRA WORLD TRADE, LLC.
4. The effective date of this Certificate of Conversion shall be December 31, 2010.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion on this 20th day of December, 2010.

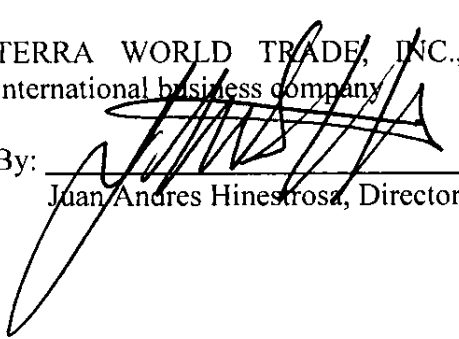
CONVERTED ENTITY:

TERRA WORLD TRADE, LLC, a Florida limited liability company

By: 
Ricardo J. Souto, Authorized Representative

CONVERTING ENTITY:

TERRA WORLD TRADE, INC., a Barbados international business company

By: 
Juan Andres Hinesrosa, Director

EFFECTIVE DATE 12/31/2010

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 DEC 21 PM 12:42

ARTICLE I - Name

The name of the Limited Liability Company is: **TERRA WORLD TRADE, LLC**

ARTICLE II - Address

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

1111 Brickell Avenue
11th Floor
Miami, Florida 33131

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management

The Limited Liability Company shall be managed by one or more managers (who shall be designated "Manager(s)") and is, therefore, a manager-managed company.

ARTICLE V - Registered Agent and Office


The name and address of the initial registered agent of the Limited Liability Company is:

Corporation Company of Miami
Attn: Ricardo J. Souto
201 South Biscayne Boulevard
1600 Miami Center
Miami, FL 33131

ARTICLE VI - EFFECTIVE DATE

The effective date of these Articles of Organization shall be December 31, 2010.

20th IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this
day of December, 2010.



Ricardo J. Souto, Authorized Representative

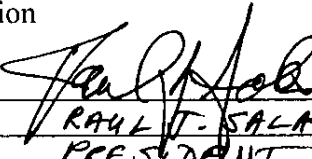
(In accordance with Section 608.408(3), Florida Statutes,
the execution of this document constitutes an affirmation under
the penalties of perjury that the facts stated herein are true.)

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above-stated limited liability company at the address designated in the articles of organization pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned corporation hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Date: December 20th, 2010

CORPORATION COMPANY OF MIAMI, a Florida
corporation

By: 
Name: RAUL T. SALAS
Title: PRESIDENT

December 20, 2010

Florida Department of State
Division of Corporations
Tallahassee, Florida

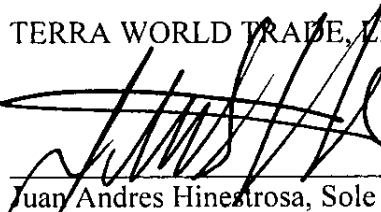
Re: TERRA WORLD TRADE, LLC

Dear Sir or Madam:

This letter will confirm that TERRA WORLD TRADE, LLC, a Florida limited liability company, located at 1111 Brickell Avenue, 11th Floor, Miami, Florida 33131, and which is identified on the Florida Department of State, Division of Corporations, website by Document Number: L09000087611 (see attached), does hereby consent to the use of the name "TERRA WORLD TRADE, LLC" by a Florida limited liability company located at the same address and which is being formed subsequent to the date set forth above by Ricardo J. Souto as Authorized Representative.

Very truly yours,

TERRA WORLD TRADE, LLC

A handwritten signature in black ink, appearing to read 'Juan Andres Hineztrosa', is written over a horizontal line.

Juan Andres Hineztrosa, Sole Member