

L11000024760

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

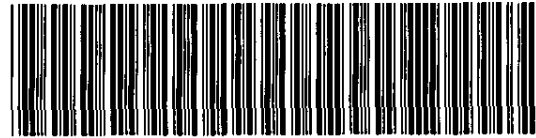
(Business Entity Name)

(Document Number)

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DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

11 FEB 28 AM 11:00

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DIVISION OF CORPORATIONS

B. KOHR

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EXAMINER

Holland & Knight

Requester's Name

315 South Calhoun Street, suite 600

Address

Tallahassee, FL 32301 (850)425-5686

City/State/Zip

Phone #

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

1. RMH Financial US Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

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

AMENDMENTS

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

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

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

Examiner's Initials

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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 RMH FINANCIAL US INC. *110000040458*

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on May 12, 2010, effective May 7, 2010.

3. The jurisdiction of the "Other Business Entity" has not changed.

4. The name of the Florida Limited Liability Company as set for the in the attached Articles of Organization is RMH FINANCIAL US LLC.

5. This conversion shall be effective in Florida upon the filing of this Certificate of Conversion and the attached Articles of Organization with the Florida Secretary of State.

6. The conversion is permitted by the applicable law(s) governing the "Other Business Entity" and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 20 day of February, 2011.

Signature of Member or Authorized Representative of the Limited Liability Company:

Individual signing affirms that the facts stated in this document are true. Any false information constitute a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative: *Daliza Corona*

Daliza Corona,
Authorized Representative

Signature on behalf of the Other Business Entity: Individual signing affirms that the facts stated in this document are true. Any false information constitute a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative: *Daliza Corona*

Daliza Corona,
Authorized Representative for
Richard Maget, President

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**ARTICLES OF ORGANIZATION
OF
RMH FINANCIAL US LLC**

The undersigned, being a duly authorized representative of the member(s), 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 RMH FINANCIAL US LLC (the "Company").

**ARTICLE II
ADDRESS**

The principal and mailing address of the Company is:

1521 Alton Road, #491
Miami Beach, FL 33139

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The Company designates 1521 Alton Road, #491, Miami Beach, FL 33139 as the street address of the initial registered office of the Company and names Daliza Corona 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 his successor(s) is/are duly elected and qualified. The name and address of the initial Manager is Richard Maget, 60 Chemin Prive T Cortenbosch, Bruxelles, BE 1180.

ARTICLE VI
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 VII
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 VIII
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.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 20 day of February, 2011.



Daliza Corona,
Authorized Representative of the Member(s)

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for RMH FINANCIAL US 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 20 day of February, 2011.



Daliza Corona

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