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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L11-40862

T. CLINE

APR 26 2011

EXAMINER

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** INVERSIONES EL TIMON USA LLC

Name of Limited Liability Company

Dear Sir or Madam:

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

Please return all correspondence concerning this matter to the following:

VALERIO DI PERSIO DI BERNARDO

Name of Person

INVERSIONES EL TIMON USA LLC

Firm/Company

1401 Brickell Ave. Suite 550

Address

MIAMI FL 33131

City/State and Zip Code

inversioneseltimon@hotmail.com

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

For further information concerning this matter, please call:

VALERIO DI PERSIO DI BERNARDO at (

305)

323-9977

Name of Person

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

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

**MAILING ADDRESS:**

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

Enclosed is a check for the following amount:

☒ \$25 Filing Fee

☐ \$30 Filing Fee &  
Certificate of Status

☐ \$55 Filing Fee &  
Certified Copy

☐ \$60 Filing Fee,  
Certificate of Status &  
Certified Copy

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF CORRECTION  
FOR  
FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to section 608.4115, F.S., this document is being submitted **within the required 30 business days** to correct the **attached** articles of organization or application to transact business in Florida.

**FIRST:**      The name of the limited liability company is:  
INVERSIONES EL TIMON USA LLC

**SECOND:**    The articles of organization or the application to transact business

**(CHECK THE APPROPRIATE BOX AND COMPLETE THE APPLICABLE STATEMENT**



Contains an incorrect statement. The incorrect statement, the reason the statement is incorrect, and the corrected statement are as follows:

THE PRINCIPAL ADDRESS OF THE CORPORATION IS INCORRECT

THE NAMES ALL AND EVERY OFFICERS ARE INCORRECT

SEE ATTACHEMNT FOR DETAIL

2011 APR 25 PM 12:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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**OR**



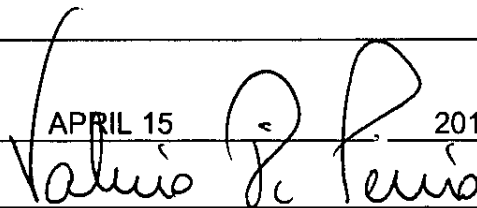
Was defectively signed. The manner in which the document was defectively signed and the appropriate correction are as follows:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Dated: \_\_\_\_\_

APRIL 15

2011



Signature of a member or authorized representative of a member

VALERIO DI PERSIO DI BERNARDO

Typed or printed name of signee

**Filing Fee:            \$25.00**

**Certified Copy:      \$30.00 (optional)**

**INVERSIONES EL TIMON USA LLC**  
**1401 BRICKELL AVENUE SUITE 550**  
**MIAMI FL 33131**  
**305-323-9977**

April 15, 2011

Registration Section  
Division of Corporations  
PO Box 6327  
Tallahassee FL 32314

Reference: Inversiones El Timon USA LLC

Gentlemen:

This is an attachment to the Articles of Correction for Florida Limited Liability Company being submitted of same date.

- (1) The principal address of the corporation is incorrect. Should be the one in this letterhead:

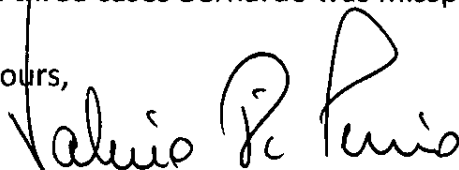
1401 Brickell Avenue Suite 550  
Miami FL 33131

- (2) The names of the principal officers are ALL misspelled

MGR VALERIO DI PERSIO DI BERNARDO  
MGR ADRIANA D. AGOSTINO DE DI PERSIO  
MGR VALERIO DI PERSIO DI BERNARDO

In Adriana's case you are missing the D. after Adriana  
In all three cases Bernardo was misspelled by leaving out the "O" at end.

Sincerely yours,



VALERIO DI PERSIO DI BERNARDO, OPERATING MANAGER

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## ARTICLES OF ORGANIZATION

OF

### INVERSIONES EL TIMON USA LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

#### ARTICLE 1 - NAME

The name of the limited liability company shall be **INVERSIONES EL TIMON USA LLC** ("Company").

#### ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be 1000 Brickell Avenue, Suite 920, Miami, Florida 33131 and the mailing address shall be the same.

#### ARTICLE 3 - EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### ARTICLE 4 - DURATION

Subject to the provisions of Article 8, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

#### ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in the business of import and export and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

FILED  
APR -5 AM 8:01  
TALLAHASSEE, FLORIDA



**SPIEGEL & UTRERA, P.A.**

LAWYERS

[www.arsenlawyer.com](http://www.arsenlawyer.com)

1840 CORAL WAY, 4TH FLOOR, MIAMI, FL 33145 - (305) 854-6000 - (800) 603-3900 - FACSIMILE (305) 860-2076  
MAILING ADDRESS - POST OFFICE BOX 450605, MIAMI, FL 33245-0605

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**ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Company is Spiegel & Utrera, P.A., at 1840 Southwest 22nd Street, 4th Floor, Miami, Florida 33145. The name and address of the registered agent of this Company is Spiegel & Utrera, P.A., 1840 Southwest 22nd Street, 4th Floor, Miami, Florida 33145.

**ARTICLE 7 - ADMISSION OF NEW MEMBERS**

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**ARTICLE 8 - TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

**ARTICLE 9 - MANAGEMENT**

The Company shall be managed by a manager or manager(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names of all such manager(s) who is/are to serve as manager(s) is/are:

Operating Manager: Valerio Di Persio Di Bernardo

Vice-Operating Manager: Adriana D. Agostino de Di Persio

Secretary: Valerio Di Persio Di Bernardo

whose mailing addresses shall be the same as the principal office of the Company.

FILED  
11 APR -5 AM 8:00  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA



**SPIEGEL & UTRERA, P.A.**

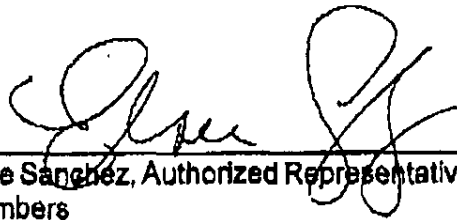
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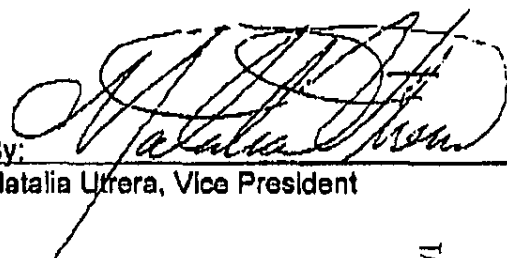
IN WITNESS WHEREOF, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Miami, Florida, for the foregoing uses and purposes, this 5<sup>th</sup> day of April 2011.

  
\_\_\_\_\_  
Elsie Sanchez, Authorized Representative of the Members

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF ORGANIZATION**

Spiegel & Utrera, P.A., having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

Spiegel & Utrera, P.A.

  
By: \_\_\_\_\_  
Natalia Utrera, Vice President

FILED  
11 APR -5 AM 8:01  
SEAL OF THE STATE  
TALLAHASSEE, FLORIDA



**SPIEGEL & UTRERA, P.A.**  
LAWYERS

[www.amerilawyer.com](http://www.amerilawyer.com)

1840 CORAL WAY, 4<sup>TH</sup> FLOOR, MIAMI, FLORIDA 33143 - (305) 834-6000 - (800) 603-3900 - FACSIMILE (305) 447-8900  
MAILING ADDRESS - POST OFFICE BOX 450605, MIAMI, FL 33245-0605

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