

L12000026117

(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:

G. MCLEOD Office Use Only
FEB 23 2012
EXAMINER



500198364725

03/21/11--01029--003 **35.00

02/22/12--01014--006 **115.00

FILED
12 FEB 14 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1011-17392



DOROT & BENSIMON PL
ATTORNEYS AT LAW

ESTATE PLANNING • INTERNATIONAL & DOMESTIC TAX • ASSET PROTECTION • TAX CONTROVERSY

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North Miami Beach, FL 33160
(T) 305.921.9421
(F) 305.395.3978

February 14, 2012

To: Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attention: Gina McLeod

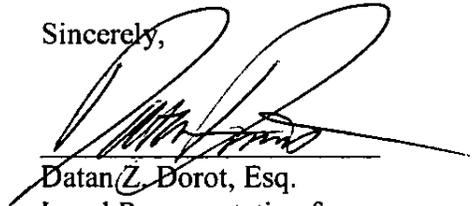
Re: Eurocapital Advisors, Inc. - Entity Conversion

Dear Ms. McLeod,

Pursuant to our phone conversation on February 14, 2012, enclosed please find a check in the amount of \$115.00. This check is for the balance of the fee for Entity Conversion to convert Eurocapital Advisors Inc. from a Florida corporation to a Florida limited liability company, pursuant to the documents sent to your office on March 11, 2011. Please apply the enclosed check towards the aforementioned fee.

Should you have any questions or need further information, please don't hesitate to contact me directly.

Sincerely,



Datan Z. Dorot, Esq.
Legal Representative for
Eurocapital Advisors Inc.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 28, 2011

PATRICIO DIEZ
848 BRICKELL AVE STE 625
MIAMI, FL 33131

SUBJECT: EUROCAPITAL ADVISORS, LLC.
Ref. Number: W11000017392

*Giving file
date of check*

We have received your document for EUROCAPITAL ADVISORS, LLC. and check(s) totaling \$35.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$115.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

If you have any questions concerning the filing of your document, please call (850) 245-6851.

Gina McLeod
Regulatory Specialist II

Letter Number: 811A00007469

2/14

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: EUROCAPITAL ADVISORS, INC.

The enclosed Certificate of Conversion and fee(s) are submitted to convert a Florida Profit Corporation into an "Other Business Entity" in accordance with s. 607.1113, F.S.

Please return all correspondence concerning this matter to:

Patricio Diez
848 Brickell Avenue, Suite 625
Miami, Florida 33131
pdiez@eurocapital-advisors.com

For further information concerning this matter, please call Patricio Diez at (786) 621-5858

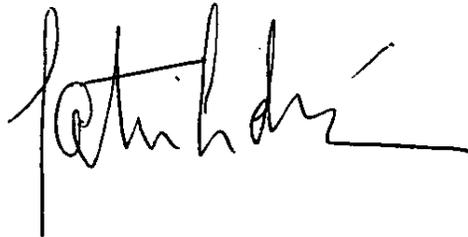
Enclosed is a check for the following amount: \$35.00 Filing Fee

STREET ADDRESS:

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

MAILING ADDRESS:

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



Patricio Diez

3/11/2011

**CERTIFICATE OF CONVERSION
OF
EUROCAPITAL ADVISORS, INC.
INTO
EUROCAPITAL ADVISORS, LLC**

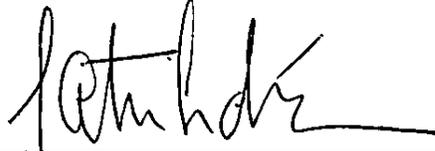
FILED
12 FEB 14 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and the attached Articles of Organization are submitted to convert EUROCAPITAL ADVISORS, INC., a corporation organized under the laws of the State of Florida, into EUROCAPITAL ADVISORS, LLC, a limited liability company organized under the laws of the State of Florida, in accordance with Sections 607.1114 and 608.439, Florida Statutes.

1. EUROCAPITAL ADVISORS, INC., a corporation organized, and immediately prior to the filing of this Certificate of Conversion, existing under the laws of the State of Florida was formed on January 9, 2003, under Document Number P03000004559.
2. The name of the Florida limited liability company into which EUROCAPITAL ADVISORS, INC. will be converted is EUROCAPITAL ADVISORS, LLC. The Articles of Organization of EUROCAPITAL ADVISORS, LLC. are attached to this Certificate of Conversion.
3. The plan of conversion approved by EUROCAPITAL ADVISORS, INC., a Florida corporation, into EUROCAPITAL ADVISORS, LLC, a Florida limited liability company, is in compliance with the Florida Business Corporation Act, Chapter 607, and in compliance with the Florida Limited Liability Company Act, Chapter 608.
4. The conversion of EUROCAPITAL ADVISORS, INC. into EUROCAPITAL ADVISORS, LLC, along with the Articles of Organization of EUROCAPITAL ADVISORS, LLC were approved by all of the shareholders and directors of EUROCAPITAL ADVISORS, INC., in accordance with the provisions of Section 607.1113 of the Florida Business Corporation Act.
5. The address of the principal office of EUROCAPITAL ADVISORS, INC. is 848 Brickell Avenue, Suite 625, Miami, Florida 33131.
6. The address for the principal office of EUROCAPITAL ADVISORS, LLC shall be 848 Brickell Avenue, Suite 625, Miami, Florida 33131
7. This Certificate of Conversion shall be effective under the laws governing Limited Liability Companies on: Upon filing
8. EUROCAPITAL ADVISORS, INC. shall pay any shareholder of EUROCAPITAL ADVISORS, INC. having appraisal rights in an amount as set forth in Section 607.1301 through 607.1333 F.S.

FRW

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
as of the 11 day of MARCH, 2011.



Patricio Diez, as Vice-President and Director of
EUROCAPITAL ADVISORS, INC., and as a
Manager of EUROCAPITAL ADVISORS, LLC.

**ARTICLES OF ORGANIZATION
OF
EUROCAPITAL ADVISORS, LLC
(a Florida limited liability company)**

The undersigned, in forming a Florida limited liability company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is EUROCAPITAL ADVISORS, LLC (hereinafter, the "Company").

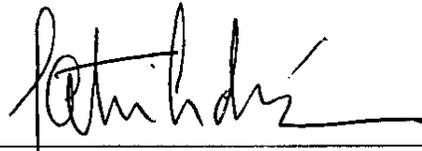
**ARTICLE II
MAILING AND PRINCIPAL ADDRESS**

The mailing address and street address of the principal office of the Company is 848 Brickell Avenue, Suite 625, Miami, Florida 33131.

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The name and street address of the Company's registered agent and registered office in the State of Florida is Patricio Diez, 848 Brickell Avenue, Suite 625, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 11 day of MARCH, 2011.



Patricio Diez, *Managing Member*

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for EUROCAPITAL ADVISORS, LLC, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.



Patricio Diez

Dated: 11th MARCH, 2011