

L12000147726

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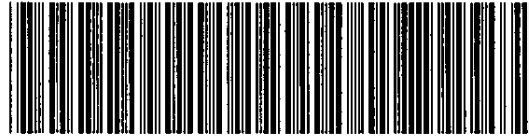
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Certificates of Status _____

Special Instructions to Filing Officer:

Restated Articles
NO 2013 AR Report
filed as of 4/24/13

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SECRETARY OF STATE
MAIL ABASSISTANT

2013 APR 24 AM 8:12

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J. SAULSBERRY
EXAMINER

APR 24 2013

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: GL STAHL INTERNATIONAL LLC

Name of Limited Liability Company

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

Please return all correspondence concerning this matter to the following:

EDMAR M. AMAYA, ESQ

Name of Person

EDAM LAW LLC

Firm/Company

175 SW 7 ST, SUITE 2416

Address

MIAMI FL 33130

City/State and Zip Code

edmar.amaya@edamlaw.com

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

For further information concerning this matter, please call:

Edmar Amaya Esq.

Name of Person

at (**305**) **6430740**

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☒ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:

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

STREET/COURIER ADDRESS:

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

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CLERK OF COURT
TALLAHASSEE, FL 32301

AMENDED AND RESTATED ARTICLES

ARTICLES OF ORGANIZATION
FOR

GL STAHL INTERNATIONAL, LLC

A

FLORIDA LIMITED LIABILITY COMPANY

Doc. No. L12000147726

The undersigned, **ADOLFO DE JESÚS GILES MERINO, GUILLERMO ANCIRA** and **NATHALIE FERNANDEZ**, certify that they are both Managing Members, and Directors of GL STAHL INTERNATIONAL, LLC, (the "Organization"), a limited liability corporation organized and existing under 608.405 and 608.408 of the Business Organization Law of the State of Florida, and hereby further certifies as follows:

ARTICLE I

Name

The name of the Organization is:

GL STAHL INTERNATIONAL, LLC.

ARTICLE II

Principal Address and Mailing Address

The address of the principal office and mailing address of the Organization in the State of Florida is **3301 NE 5th Ave., Miami, Florida 33137**. The mailing address is the same.

ARTICLE III

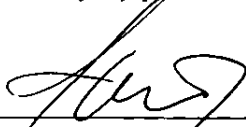
Registered Office and Registered Agent Signature

The name of the Florida registered agent of the Organization is EDAM LAW PLLC, located at 175 SW 7 STREET, SUITE 2416, MIAMI, FL 33130.

Having been named as 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

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MIAMI, FLORIDA

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, of the F. S. A.



Edmar M. Amaya, Esq.
Registered Agent Signature

ARTICLE IV

Organizational Purpose

The purposes of the Organization is, either alone or with other businesses, to engage in **any lawful act or activity** for which limited liability corporations may be organized under the Business Organization Law of Florida.

ARTICLE V

Directors

Subject to the other provisions of these Articles of Organization, the business of the Organization shall be managed under the direction of its Managing Members in equality. The number of Managing Members constituting the Board of Directors shall be three (3), subject to increase or decrease from time to time as provided in the By-Laws of the Organization. Elections of directors of the Organization need not be by written ballot, except and to the extent provided in the By-Laws of the Organization.

The name, position and addresses of the current Managing Member Directors are:

1. ADOLFO DE JESÚS GILES MERINO, Managing Member (MGRM)

Address: **848 Brickell Key Dr. Apt. 3804, Miami, Florida, 33131.**

2. GUILLERMO ANCIRA, Managing Member (MGRM)

Address: **555 NE 15 ST. #215, Miami, Florida, 33132.**

3. NATHALIE FERNANDEZ, Managing Member (MGRM)

Address: **3301 NE 5th Ave., Miami, Florida, 33137**

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NINTH JUDICIAL CIRCUIT
MIAMI, FLORIDA

ARTICLE VI

Liability of Directors

No director of the Organization shall be liable to the Organization or its Members for monetary damages for breach of fiduciary duty as a director, except for liability (a) for any breach of the director's duty of loyalty to the Organization or its Members, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (c) for any transactions from which the director derived an improper personal benefit.

ARTICLE VII

Ownership and Operating Agreement and Bylaws

At filing of these Article of Organization ownership of this Limited Liability comprises 33,33% to ADOLFO DE JESÚS GILES MERINO, 33,33% to GUILLERMO ANCIRA and 33,33% to NATHALIE FERNANDEZ. All members shall promptly adopt an Operating Agreement and Bylaws for the Organization. After adoption by simple majority, this member managed Limited Liability Corporation shall be governed solely by the said Operating Agreement and Bylaws hereby incorporated by reference.

ARTICLE VIII

Amendments

The Organization reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Organization in the manner now or hereinafter prescribed herein and by the laws of the State of Florida, and all rights conferred upon members herein are granted subject to this reservation.

ARTICLE IX

By-Laws

The directors of the Organization shall have the power to adopt, amend or repeal by-laws.

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FALL ANGELES COUNTY BRIDGE

ARTICLE X

Filing and Effective Date

This original Certificate of Incorporation of the Organization is filed with the Secretary of State of Florida on Nov. 1st, 2012. This Certificate of Organization was adopted in its entirety and is effective as of on Nov. 1st, 2012.

REQUIRED SIGNATURES:

We, the undersigned, being the Managing Members and Directors herein before named, for the purpose of directing an Organization pursuant to the Business Organization Laws of Florida, hereby declare and certify that this is our act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 19th day of OCT, 2012.


ADOLFO DE JESÚS GILES MERINO


GUILLERMO ANCIRA


NATHALIE FERNANDEZ

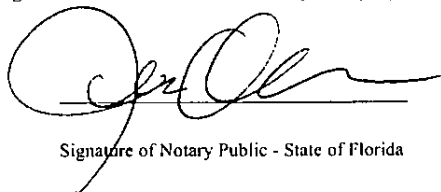
County of Miami Dade
State of Florida

Sworn to (or affirmed) and subscribed before me this 19th day of OCT, 2012, by ADOLFO DE JESÚS GILES MERINO, GUILLERMO ANCIRA and NATHALIE FERNANDEZ, that: This CERTIFICATE OF ORGANIZATION, is currently exercisable by Affiants.

Affiants also acknowledged that this document was executed and agreed to with the full understanding of its purpose and meaning

Jennifer Alvarez
Notary's Name

My Commission Expires MAY 09, 2016


Signature of Notary Public - State of Florida



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