

L14000033535

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

(Business Entity Name)

(Document Number)

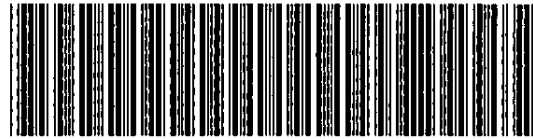
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14 FEB 27 10:04
STATE
TALLAHASSEE, FL 32309

M. MILLIGAN
EXAMINER

FEB 27 2014

7016



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 30, 2014

DANIEL SERBER
2875 NE 191 STREET SUITE 801
AVENTURA, FL 33180

SUBJECT: ANALAGUA INVESTMENT, LLC
Ref. Number: W14000006363

We have received your document for ANALAGUA INVESTMENT, LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filings its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Justin M Shivers
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 814A00002139

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ANALAGUA INVESTMENT, INC

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. ~~608.139~~, F.S.

Please return all correspondence concerning this matter to:

Daniel J. Serber

(Contact Person)

Serber & Associates, P.A.

(Firm/Company)

2875 NE 191 Street, Suite 801

(Address)

Aventura, FL 33180

(City, State and Zip Code)

info@serberlawfirm.com

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

For further information concerning this matter, please call:

Yolanda Fornaris

(Name of Contact Person)

at (305)

932-6262

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input checked="" type="checkbox"/> \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) | <input type="checkbox"/> \$155.00 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$180.00 Filing Fees
and Certified Copy | <input type="checkbox"/> \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status |
|--|---|---|--|

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

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

FILED
14 FEB 27 PM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:
ANALAGUA INVESTMENT, INC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Corporation
(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Florida
on 11/04/2013
(date of organization, formation or incorporation) (Enter state, or if a non-U.S. entity, the name of the country)

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:
ANALAGUA INVESTMENT, LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to date of receipt or filed date nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

5. The plan of conversion has been approved in accordance with ss. 605.1041-605.1046.

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14 FEB 27 AM 10:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 15th day of January 2013

Signature of Member or Authorized Representative of Limited Liability Company:

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in §217.155, F.S.

Signature of Member or Authorized Representative:

Printed Name: Marcelo Oshoa Title: Member

Signature(s) on behalf of Other Business Entity: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in §217.155, F.S. (See below for required signature(s).)

Signature:

Printed Name: Daniel J. Seibel Title: Manager of S & A Company Management, LLC

Signature:

Printed Name: Title:

Signature:

Printed Name: Title:

Signature:

Printed Name: Title:

Signature:

Printed Name: Title:

Signature:

Printed Name: Title:

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

(Signature of the General Partner)

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners

All others:

Signature of an authorized person.

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14 FEB 27 08:10:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR
ANALAGUA INVESTMENT, LLC
(A Florida Limited Liability Company)**

ARTICLE I - Name:

The name of the limited liability company is **ANALAGUA INVESTMENT, LLC** (the "Limited Liability Company").

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall commence on the date on which these Articles of Organization are filed with the Department of State of the State of Florida, and shall be perpetual.

ARTICLE III - Purpose:

The Limited Liability Company is formed to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act (Section 605.0201, Florida Statutes).

ARTICLE IV - Address:

The mailing address of the Limited Liability Company shall be 2875 NE 191st. Street, Suite 801 Aventura, Florida 33180.

The street address of the principal office of the Limited Liability Company shall be 2875 NE 191st. Street, Suite 801 Aventura, Florida 33180.

ARTICLE V - Management:

The management of the Limited Liability Company is reserved to the members. The manager of the Limited Liability Company is:

MGR: S & A Company Management, LLC
2875 NE 191st. Street, Suite 801
Aventura, Florida 33180

ARTICLE VI - Registered Agent:

The registered agent for service of process on the Limited Liability Company shall be Daniel J. Serber, Serber & Associates P.A. 2875 NE 191st. Street, Suite 801, Aventura, Florida 33180.

ARTICLE VII - Debt and Contractual Liability

Any member may contract debt and/or incur contractual liability by or on behalf of the Limited Liability Company.

IN WITNESS WHEREOF, in accordance with section 605.0203 (1) (b), F.S., the undersigned hereby affirms under the penalties of perjury that the facts stated hereinabove are true. He is aware that any false information submitted in a document to the Department of State constituted a third degree felony as provided for in s.817.155, F.S. The undersigned have executed this instrument as of this 15 of January, 2014.



Daniel J. Serber, Authorized Representative of Member

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14 FEB 27 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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, Daniel J. Serber, hereby accepts the appointment as registered agent and agrees to act in this capacity. He further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and states that is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 605, F.S.

Dated this 15 of January, 2014.

By: 
Daniel J. Serber, Esq., Registered Agent