

L15000088187

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

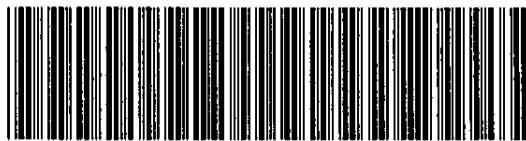
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700270387477

03/10/15--01036--021 **150.00

SECRET
01/15/2015 10:00:00 AM
15 MAY 14 PM 3:50

C.L.
5-19-15



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 31, 2015

JULIO ARAUJO / TOTAL CORPORATION SERVICES, INC.
6355 NW 36 ST SUITE 407
VIRGINIA GARDENS, FL 33166 US

SUBJECT: LAMA USA CO.
Ref. Number: P11000103007

We have received your document for LAMA USA CO. 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 filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carolyn Lewis
Regulatory Specialist II

Letter Number: 515A00006330

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LAMA USA LLC.

(Name of Resulting Florida Limited Company)

The enclosed Articles 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. 605.1045, F.S.

Please return all correspondence concerning this matter to:

Julio Araujo

(Contact Person)

Total Corporation Services, Inc.

(Firm/Company)

6355 NW 36 St. Suite 407

(Address)

Virginia Gardens, FL 33166

(City, State and Zip Code)

asesor@corporacionesenusa.com

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

For further information concerning this matter, please call:

Julio Araujo

at (305) 871-2525

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$150.00 Filing Fees

(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees

and Certificate of
Status

☐ \$180.00 Filing Fees

and Certified Copy

☐ \$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

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

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

15 MAY 14 PM 3:51

The Articles 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 the Articles of Conversion is:
LAMA USA CO.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation P11000103007.
(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 12/02/2011 (Enter state, or if a non-U.S. entity, the name of the country)
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
LAMA USA 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 all applicable statutes.

Signed this _____ day of February 23 2015.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

15 MAY 14 PM 3:51

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: _____

Printed Name: Mariner M Ortega

Title: MGR

Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: _____

Printed Name: Amleto A Monacelli

Title: President

Signature: _____

Printed Name: Mariner M Ortega

Title: Vicepresident

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 one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

LAMA USA LLC.

(Must end with the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

19520 W Dixie Hwy. Apt 7
North Miami Beach, FL 33180

Mailing Address:

19520 W Dixie Hwy. Apt 7
North Miami Beach, FL 33180

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Mariner M Ortega

Name

19520 W Dixie Hwy Apt 7

Florida street address (P.O. Box NOT acceptable)

North Miami Beach FL 33180
City Zip

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 MAY 14 PM 3:51

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 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 605, F.S.


Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

FILED
SECRETARY OF STATE
CORPORATIONS
15 MAY 14 PM 3:51

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

Name and Address:

Mariner M Ortega

19520 W Dixie Hwy Apt 7

North Miami Beach, FL 33180

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____. (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

ARTICLE VI: Other provisions, if any.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 605.0203 (1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Mariner M Ortega
Typed or printed name of signer

Filing Fees:

**\$125.00 Filing Fee for Articles of Organization and Designation
of Registered Agent**

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)