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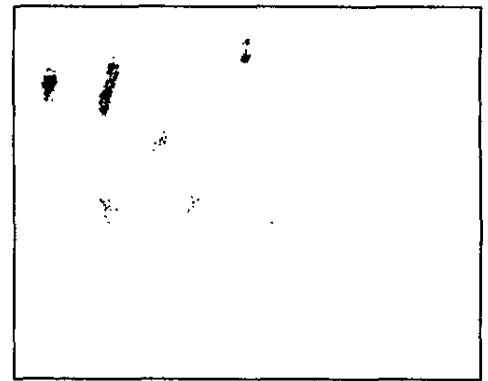
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TALLAHASSEE, FLORIDA

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ENTITY NAME:

SMOOTH TERRAIN., LLC

CK# 7021 FOR \$1800.00 (\$180.00for this filing)

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

☒ XXX CERTIFIED COPY

☐ STAMPED COPY

☐ CERTIFICATE OF STATUS

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF CONVERSION
FOR
PRADES (USA), INC.
INTO
SMOOTH TERRAIN, LLC

The Articles of Conversion and attached Articles of Organization are submitted to convert PRADES (USA), INC. into SMOOTH TERRAIN, LLC in accordance with sections 607.1112 and 605.1045, Florida Statutes.

1. The name of the Corporation immediately prior to the filing of this Articles of Conversion is: PRADES (USA), INC.
2. PRADES (USA), INC. is a corporation organized under the laws of the State of Florida on October 27, 1987 and assigned Document No. J99979.
3. Attached are Articles of Organization pursuant to section 605.0201, Florida Statutes and the name of the Florida Limited Liability Company as set forth in the attached Articles of Organization shall be SMOOTH TERRAIN, LLC.
4. The plan of conversion has been approved by PRADES (USA), INC. in accordance with sections 607.1112 and 605.1041-605.1046, Florida Statutes.
5. All of the shareholders of PRADES (USA), INC. approved the conversion and it is therefore unnecessary for SMOOTH TERRAIN, LLC to pay appraisal rights.
6. The effective date of these Articles of Conversion shall be upon filing this document with the Florida Secretary of State.

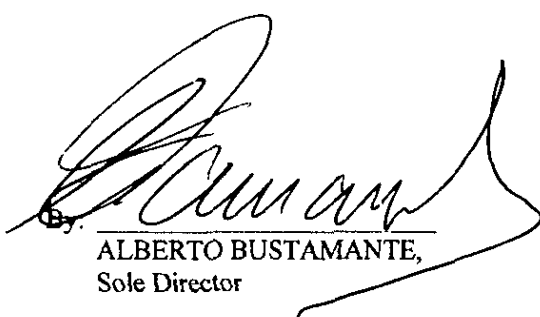
IN WITNESS WHEREOF, the undersigned being the Director of PRADES (USA), INC. and the Manager of SMOOTH TERRAIN, LLC, make and file this Articles of Conversion and declare and certify that the facts herein stated are true and correct all on this 30 day of September, 2015.

PRADES (USA), INC.

SMOOTH TERRAIN, LLC

GALAXY M.O., LLC,
a Florida Limited Liability Company, Member

By: Fairfellow Services Limited, Manager


By: ALBERTO BUSTAMANTE,
Sole Director


By: Jose L. Nuñez, Authorized Representative

ARTICLES OF ORGANIZATION OF
SMOOTH TERRAIN, LLC

ARTICLE I
NAME

The name of this Limited Liability Company shall be SMOOTH TERRAIN, LLC (the "Company").

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 7946 NW 66 St., Miami, FL 33166, and such other place or places as the member from time to time may determine. The mailing address of the Company is c/o 1500 San Remo Avenue Suite, 125, Coral Gables, FL 33146.

ARTICLE III
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The initial registered agent of the Company shall be Atrium Registered Agents, Inc. The address of the initial registered agent is 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

ARTICLE IV
PURPOSE OF THE COMPANY

This limited liability company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the 30 day of September, 2015, effective upon filing same with the Florida Department of State.

SMOOTH TERRAIN, LLC

BY: _____

Jose L. Nuñez, Authorized Representative

(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.)

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

SMOOTH TERRAIN, LLC

2. The name and address of the registered agent and office is:

Atrium Registered Agents, Inc.
1500 San Remo Avenue, Suite 125
Coral Gables, Florida 33146

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..

ATRIUM REGISTERED AGENTS, INC.

By: 

Jose L. Nuñez, Vice President

Date: Sept 25, 2015.