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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02/02/17

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: NORTH FRONTIER HOLDINGS LLC

Name of Limited Liability Company

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

Please return all correspondence concerning this matter to the following:

RENALDY J. GUTIERREZ

Name of Person

GUTIERREZ & ASSOCIATES

Firm/Company

1200 BRICKELL AVENUE, SUITE 250

Address

MIAMI, FL 33131

City/State and Zip Code

RJR@MARTLAW.COM

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

For further information concerning this matter, please call:

RENALDY J. GUTIERREZ

305

577-4500

at (_____) _____

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

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\$125.00 Filing Fee

☐

\$130.00 Filing Fee &
Certificate of Status

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\$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐

\$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

Mailing Address

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

Street Address

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

**ARTICLES OF ORGANIZATION
OF
NORTH FRONTIER HOLDINGS 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 for such Company:

ARTICLE I - NAME

The name of the Company is **NORTH FRONTIER HOLDINGS LLC.**

ARTICLE II- PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and street address of the Limited Liability Company is: 1200 Brickell Avenue, Suite 350, Miami, Florida 33131.

ARTICLE IV – MANAGERS OR MANAGING MEMBER

The Company will be manager-managed. The Company's management, composed of one or more managers will be elected each year at the annual membership meeting. At any time prior to such annual membership meeting, management shall be authorized to appoint other Managers. Managers shall be authorized to adopt, alter, amend or repeal the Operating Agreement. Provided however that an Operating Agreement approved by the Members can only be amended or repealed by the Members. Action by written consent may be taken without a meeting, without prior notice, and without a vote.

The original Sole Manager shall be Ignacio Pallares Sevilla, from 3400 NE 192 Street, Mystic Pointe Tower 600 Apt 804, Aventura, FL 33180.

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ARTICLE V – OFFICERS

The Company shall be authorized to appoint Officers which shall consist of a President, a Vice-President and a Secretary and such Officers and Assistant Officers as may be provided in the Operating Agreement. The name and address of each initial Officer of the Company is as follows:

| <u>NAME:</u> | <u>ADDRESS:</u> | <u>TITLE:</u> |
|-----------------------------------|---|----------------|
| Esteban Sevilla Quintana | AV. Colon 1480, EDIF PA-CO, Piso 5 Y 6 Quito, Ecuador | President |
| Fernando Javier Correa Sevilla | 3400 NE 192 Street, Mystic Pointe Tower 600 Apt. 509 Aventura, FL 33180 | Vice President |
| Tomas Esteban Sevilla Wappenstein | 3400 NE 192 Street, Mystic Pointe Tower 600 Apt. 804 Aventura, FL 33180 | Secretary |

ARTICLE VI – REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

The name and Florida Address of the registered agent are:

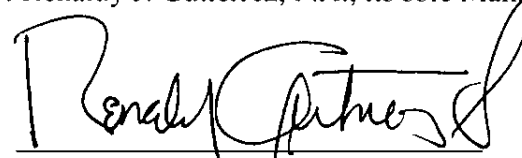
Gutierrez & Associates, PL
1200 Brickell Avenue,
Suite 350,
Miami, Florida 33131.

Having been named as the 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 Chamber 608, Florida Statutes.

GUTIERREZ & ASSOCIATES, PL

By: Renaldy J. Gutierrez, P.A., its sole Manager

By:


Renaldy J. Gutierrez, President

ARTICLE VII - MEMBERS

The name and address of the Members are as follows:

NAME

DANSINGER CAPITAL LIMITED

ADDRESS


c/o Trident Trust Company (BVI) Ltd
Trident Chambers, Wickhams Cay
P.O. Box 146
Road Town, Tortola
British Virgin Islands

LUMMOX VENTURES LIMITED

c/o Trident Trust Company (BVI) Ltd
Trident Chambers, Wickhams Cay
P.O. Box 146
Road Town, Tortola
British Virgin Islands

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization, as an authorized representative of the Members, this 31st day of January, 2017.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)


Renaldy J. Gutierrez
as an authorized representative of
the Members

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