

L21000008503

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

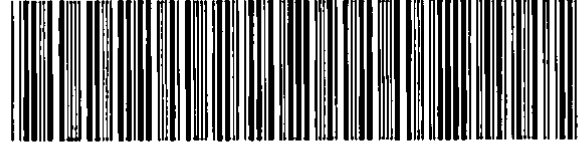
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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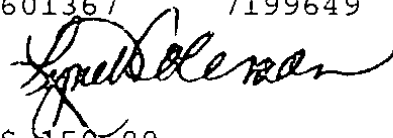
RECEIVED
JAN 11 2021

STATE OF FLORIDA

2021 JAN 11 PM 2:09

1-12-21

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 601367 7199649
AUTHORIZATION : 
COST LIMIT : \$ 150.00

ORDER DATE : January 8, 2021
ORDER TIME : 10:02 AM
ORDER NO. : 601367-010
CUSTOMER NO: 7199649

DOMESTIC AMENDMENT FILING

NAME: MERCADO PAGO INTERNATIONAL
LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT/CONVERSION
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Robinson -- EXT# 62968

EXAMINER'S INITIALS: _____

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Mercado Pago International 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:

Rail Seoane, Esq.

(Contact Person)

Hunton Andrews Kurth LLP

(Firm/Company)

333 SE 2nd St., Suite 2400

(Address)

Miami, FL 33131

(City, State and Zip Code)

RSeoane@huntonAK.com

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

For further information concerning this matter, please call:

Rail Seoane

at (305) 810-2468

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

☒ \$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

Mailing Address:

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

Street Address:

New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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

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:

Mercado Pago International LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company

(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Delaware

(Enter state, or if a non-U.S. entity, the name of the country)

on April 25, 2017

(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

Mercado Pago International LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____

(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)

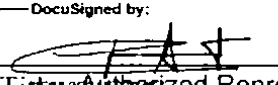
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. The plan of conversion has been approved in accordance with all applicable statutes.

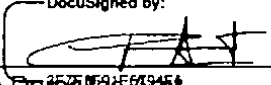
6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed, this 7th day of January, 2021.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative:  ¹
 Printed Name: Pedro Dornelles Arnt Title: Authorized Representative

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

Signature:  ²
 Printed Name: Pedro Dornelles Arnt Title: Authorized Person

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 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) |

Summary of Comments on

Page: 3



Number: 1 Author: Date: Indeterminate



Number: 2 Author: Date: Indeterminate

ARTICLES OF ORGANIZATION
OF
MERCADO PAGO INTERNATIONAL LLC

These Articles of Organization are made for the purpose of organizing a Florida limited liability company under the Florida Revised Limited Liability Company Act (Florida Statutes Chapter 605).

ARTICLE I - NAME

The name of the company is Mercado Pago International LLC (hereinafter called the "Company").

ARTICLE II - INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Company is 78 SW 7th Street, Suite 500, Miami, FL 33130.

ARTICLE III - PURPOSE

The Company is organized for the purpose of transacting any or all lawful business for which a limited liability company may be organized under the Florida Revised Limited Liability Company Act.

ARTICLE IV - DURATION

The Company is formed for an indefinite duration.


ARTICLE V - INITIAL REGISTERED AGENT

The initial registered agent of the Company is Corporation Service Company. The Florida street address of the initial registered agent of the Company is 1201 Hays Street, Tallahassee, Florida 32301.

ARTICLE VI - MANAGEMENT

The Company shall be member-managed. The initial member is MercadoLibre, Inc.

IN WITNESS WHEREOF, the undersigned, being the authorized representative of a prospective member of the Company, has executed these Articles of Organization on this 7th day of January, 2021.


DocuSigned by:  1
3F7E3F91E6794E5

Name: Pedro D. Arnt

Title: Authorized Representative

Summary of Comments on ORGANIZATION.pdf

Page: 2

 Number: 1 Author: Date: Indeterminate

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

W I T N E S S E T H:

That, Mercado Pago International LLC desiring to organize under the laws of the State of Florida, has named Corporation Service Company, located at 1201 Hays Street, Tallahassee, Florida 32301 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service of process for the above stated 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, Florida Statutes.

Dated this ___ day of January, 2021

REGISTERED AGENT:

Corporation Service Company

By: _____

Name: _____

Title: _____


Amanda Robinson, Assistant Vice President

COVER LETTER

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Division of Corporations

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Miami, FL 33131

(City, State and Zip Code)

RSeoane@huntonAK.com

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