

L22000189714

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

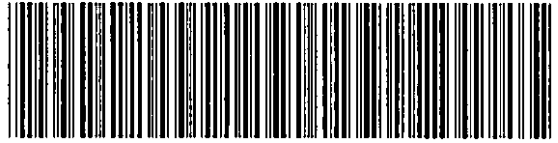
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



100387225411

FILED

RECEIVED

2022 MAY -5 AM 8:54

2022 MAY -5 PM 3:16

SECRETARY OF STATE  
TALLAHASSEE, FL

CLERK OF SUPERIOR COURT  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

W. 6/6/21

# Sunshine State Corporate Compliance Company

3458 Lakeshore Drive Tallahassee, Florida 32312

(850) 656-4724

DATE 5/8/2022

**\*\*WALK IN\*\***

ENTITY NAME BUFFALO CAPITAL ADVISERS LLC

DOCUMENT NUMBER \_\_\_\_\_

**\*\*PLEASE FILE THE ATTACHED AND RETURN\*\***

XXXXXXXXXX

*Plain Copy*

*Certified Copy*

*Certificate of Status*

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY\*\***

*Certified Copy of Arts & Amendments*

*Certified Copy of Arts & Amendments Complete File (Including Annual Reports)*

*Certificate of Status*

*Certificate of Status Reflecting: \_\_\_\_\_*

**\*\*APOSTILLE / NOTARIAL CERTIFICATION\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL OWED \$ 150.00

ACCOUNT # 120160000072

*Wine*

*Please call Tina at the above number for any issues or concerns. Thank you so much!*



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

**CORRECTED**  
Please Allow For  
Same File Date

May 9, 2022

**CORRECTED**  
Please Allow For  
Same File Date

SUBJECT: BUFFALO CAPITAL ADVISERS LLC  
Ref. Number: W22000059516

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

The Certificate of Conversion must state the effective date of the conversion. The effective date cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date of the conversion under the laws governing the other business entity.

Please return 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) 245-6052.

Neysa Culligan  
Regulatory Specialist III

Letter Number: 622A00010572

**RECEIVED**  
2022 MAY -9 PM 2:06  
TALLAHASSEE, FL 0911

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

**FILED**

**2022 MAY -5 AM 8: 54**

SECRETARY OF STATE  
TALLAHASSEE, FL



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:  
Buffalo Capital Advisers 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 11/4/2020  
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:  
Buffalo Capital Advisers 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 5th day of May 2022.

**Signature of Authorized Representative of Limited Liability Company:**

Signature of Authorized Representative: Jenisa Irizarry  
Printed Name: Jenisa Irizarry Title: Special Manager

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

Signature: Jenisa Irizarry  
Printed Name: Jenisa Irizarry Title: Special Manager

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)

# ARTICLES OF ORGANIZATION

**FILED**

2022 MAY -5 AM 8: 54

SECRETARY OF STATE  
TALLAHASSEE, FL

## Article I. Name

The name of this Florida limited liability company is:  
Buffalo Capital Advisers LLC

## Article II. Address

The street address of the Company's initial principal office is:  
Buffalo Capital Advisers LLC  
1110 Brickell Ave, Suite 200  
Miami FL 33131

The mailing address of the Company's initial principal office is:  
Buffalo Capital Advisers LLC  
1110 Brickell Ave, Suite 200  
Miami FL 33131

## Article III. Registered Agent

The name and street address of the Company's registered agent is:  
BTU International Consulting LLC  
1110 Brickell Ave, Suite 200  
Miami FL 33131

## Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Computershare Governance Services Inc.  
d/b/a Corporate Creations International  
801 US Highway 1  
North Palm Beach FL 33408  
(561) 694-8107

## Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

## Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

Isaac Marcelo Cohen  
1110 Brickell Ave, Suite 200  
Miami FL 33131

## Article VII. Company Existence

The Company's existence shall begin effective upon filing.

The undersigned authorized representative of a member executed these Articles of Organization on 5/5/2022.



COMPUTERSHARE GOVERNANCE SERVICES INC.  
D/B/A CORPORATE CREATIONS INTERNATIONAL

Timothy Pratts Account Manager  
by Jenisa S. Irizarry as Attorney-in-Fact  
Computershare Governance Services Inc.  
d/b/a Corporate Creations International  
801 US Highway 1  
North Palm Beach FL 33408  
(561) 694-8107

## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

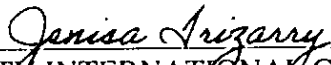
Buffalo Capital Advisers LLC

### REGISTERED AGENT/OFFICE:

BTU International Consulting LLC  
1110 Brickell Ave, Suite 200  
Miami FL 33131

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TALLAHASSEE, FL

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



BTU INTERNATIONAL CONSULTING LLC

Timothy Pratts, Account Manager

by Jenisa S. Irizarry as Attorney-in-Fact

Date: November 4, 2020.

Computershare Governance Services Inc.  
d/b/a Corporate Creations International  
801 US Highway 1  
North Palm Beach FL 33408  
(561) 694-8107