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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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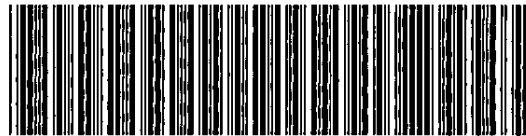
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

APR 28 2014

S. YOUNG

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: **TERRAFERTIL US LLC**

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Clemente J. Vivanco

Name of Person

VIVANCO & VIVANCO CORPORATE SERVICES LLC

Firm/Company

80 SW 8th Street, Suite 2000, Brickell Bayview Building

Address

Miami - FL 33130

City/State and Zip Code

cjv@vivancoyvivanco.com

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

For further information concerning this matter, please call:

Clemente J. Vivanco at (**305**) **4237121**

Name of Contact Person

Area Code

Daytime Telephone Number

MAILING ADDRESS:

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

STREET ADDRESS:

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

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy

☒ \$160.00 Filing Fee, Certificate
of Status & Certified Copy

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A
FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. **TERRAFERTIL US LLC**

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

TERRAFERTIL US ENTERPRISES LLC

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. **Nevada**

(Jurisdiction under the law of which foreign limited liability company is organized)

3. **E0193962009-9**

(FEI number, if applicable)

4. _____

(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. **80 SW 8th Street, Suite 2000, Brickell Bayview Building**

Miami - FL 33130

(Street Address of Principal Office)

6. **80 SW 8th Street, Suite 2000, Brickell Bayview Building**

Miami - FL 33130

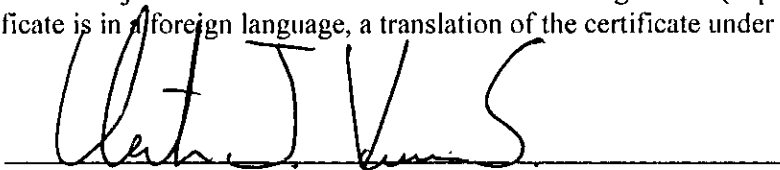
(Mailing Address)

7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Raul Bermeo Izurieta - Manager - 80 SW 8th Street, Suite 2000, Brickell Bayview Building, Miami - FL 33130

David Augusto Bermeo Izurieta - Manager - 80 SW 8th Street, Suite 2000, Brickell Bayview Building, Miami - FL 33130

8. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)



Signature of an authorized person

(In accordance with section 605.0203, F.S., 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.)

Clemente J. Vivanco

Typed or printed name of signee

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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:

TERRAFERTIL US LLC

If unavailable, the alternate to be used in the state of Florida is:

TERRAFERTIL US ENTERPRISES LLC

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

VIVANCO & VIVANCO CORPORATE SERVICES LLC

(Name)

80 SW 8th Street, Suite 2000, Brickell Bayview Building

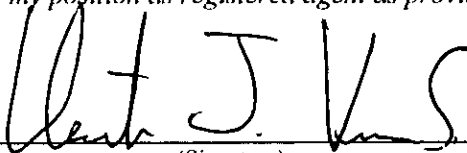
Florida Street Address (P.O. Box NOT ACCEPTABLE)

Miami

FL 33130

City/State/Zip

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, Florida Statutes.



(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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TALLAHASSEE, FLORIDA

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **TERRAFERTIL US LLC**, as a limited liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 3, 2009, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on February 26, 2014.

ROSS MILLER
Secretary of State

By

Certification Clerk



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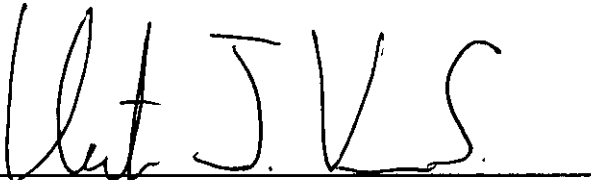
RESOLUTION OF MANAGER
OF
TERRAFERTIL US LLC
A Limited Liability Company ("LLC")

In accordance with the Operating Agreement of **TERRAFERTIL US LLC** (the "LLC"), I the undersigned, David Bermeo Izurieta being a Manager of the LLC, do hereby set down the following on record:

1. To authorize, as it is hereby authorized, the registration of the LLC in the State of Florida for the purpose of transacting business in Florida.
2. If the name **TERRAFERTIL US LLC** is unavailable, the LLC will adopt the following name for the purpose of transacting business in Florida **TERRAFERTIL US ENTERPRISES LLC**.

Issued and signed on April 16th, 2014 at 11 a.m., in the City of Las Vegas, Nevada, USA.

For and on behalf of DAVID BERMEO IZURIETA – **Manager**



Clemente J. Vivanco - Attorney-in-Fact
DAVID BERMEO IZURIETA

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