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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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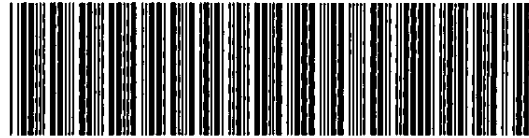
(Business Entity Name)

(Document Number)

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TALLAHASSEE FLORIDA

MAY 01 2014

J. BRUCE

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: **TERRA HOLDINGS GROUP 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

Name of Contact Person

at (**305**)

Area Code

4237121

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

OFFICE OF THE
CLERK OF THE
SUPREME COURT
TALLAHASSEE
FLORIDA

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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

**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. TERRA HOLDINGS GROUP LLC

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

TERRA HOLDINGS GROUP INTERNATIONAL 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. E0193972009-0

(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)

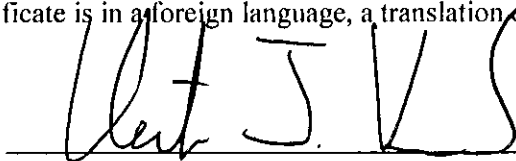
7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Jonathan Moises Berg Biblowicz - 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

Raul 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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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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**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:

TERRA HOLDINGS GROUP LLC

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

TERRA HOLDINGS GROUP INTERNATIONAL 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)

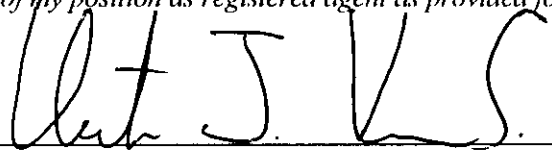
Miami

33130

FL

City/State/Zip

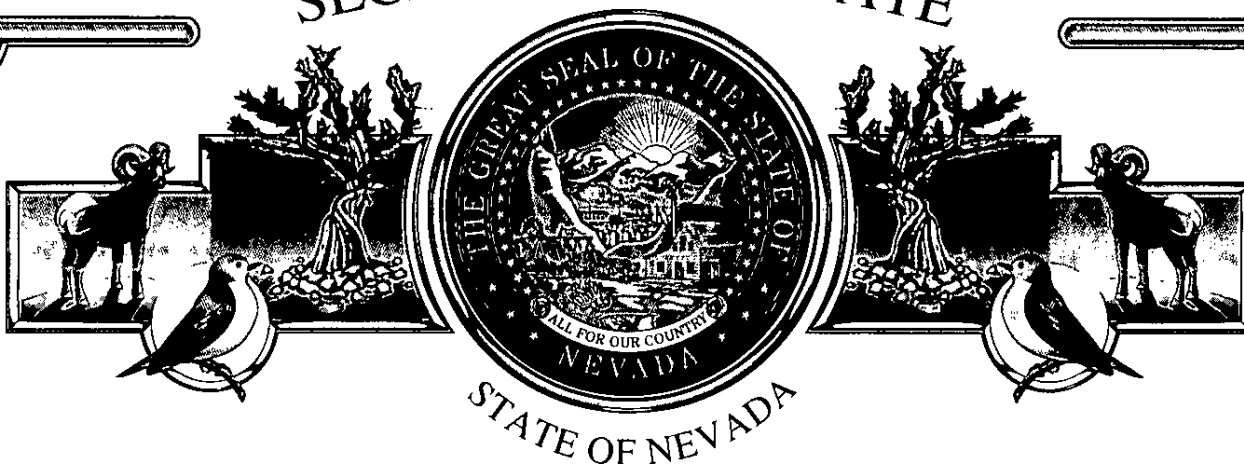
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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, **TERRA HOLDINGS GROUP 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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CLERK OF STATE
TERRA HOLDINGS GROUP LLC

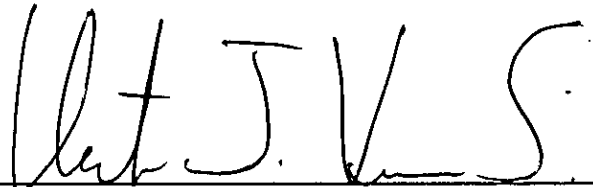
RESOLUTION OF MANAGER
OF
TERRA HOLDINGS GROUP LLC
A Limited Liability Company ("LLC")

In accordance with the Operating Agreement of **TERRA HOLDINGS GROUP 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 **TERRA HOLDINGS GROUP LLC** is unavailable, the LLC will adopt the following name for the purpose of transacting business in Florida: **TERRA HOLDINGS GROUP INTERNATIONAL LLC**.

Issued and signed on April 16th, 2014 at 10 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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TALLAHASSEE FLORIDA