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(City/State/Zip/Phone #)

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J. HARRIS

1536 0110

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: KMP-USA, 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:

IVAN A GUERRERO

Name of Person

IVAN A GUERRERO PA

Firm/Company

44 W FLAGLER STREET STE 1445

Address

MIAMI, FL 33130

City/State and Zip Code

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

For further information concerning this matter, please call:

IVAN A GUERRERO ESQ

786

536-9088

at ()

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 4, 2016

IVAN A GUERRERO
IVAN A GUERRERO PA
44 W FLAGLER STREET STE 1445
MIAMI, FL 33130

SUBJECT: KMP-USA, LLC
Ref. Number: W16000053951

2016 SEP 30 PM 12:34
INFORMATION

We have received your document for KMP-USA, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence or certificate of good standing, which usually consists of a single sheet of paper that clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence or certificate of good standing from the same office that provided you with the certified copy.

The name of your limited liability company is not available in the state of Florida since it is the same as, or it is not distinguishable from the name of an existing entity on our records. Therefore, the limited liability company must select an alternate name for use in the state of Florida.

Please insert the alternate name in the space provided on the application form.

The alternate name must contain the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC." The following suffixes are no longer acceptable: "Limited Company," "L.C.," and "LC". The abbreviations "Lid." and "Co.," also are no longer acceptable.

The document number of the name conflict is B16000000099.

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) 245-6051.

Jenna D Harris
Regulatory Specialist II

Letter Number: 116A00016426

16 SEP 30 AM 9:56
FILED
DIVISION OF CORPORATIONS

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

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

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

KMP USA MIAMI 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. TEXAS 3. 76-0520187
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 05/13/2016 - REGISTERED AS AN LLP - B16000000099
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. KMP-USA, LLC
1234 N POST OAK ROAD, HOUSTON TX 77055
(Street Address of Principal Office)

6. KMP-USA, LLC
1234 NORTH POST OAK ROAD, HOUSTON TX 77055
(Mailing Address)

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: ORLANDO BELTRAN
Office Address: 1728 NW 82nd Avenue
Doral, Florida 33126
(City) (Zip code)

Registered agent's acceptance:

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 application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

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

JOSEPH EISENBERG, AUTHORIZED MEMBER - 1234 N. Post Oak Road, Houston TX 77055

ORLANDO BELTRAN, MANAGER - 1728 NW 82nd Avenue, Doral FL 33126

9. Attached is a 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. (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

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.

JOSEPH EISENBERG

Typed or printed name of signee

16 SEP 30 AM 9:56



Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Conversion for KMP-USA, LLC (file number 802469630), a Domestic Limited Liability Company (LLC), was filed in this office on May 31, 2016.

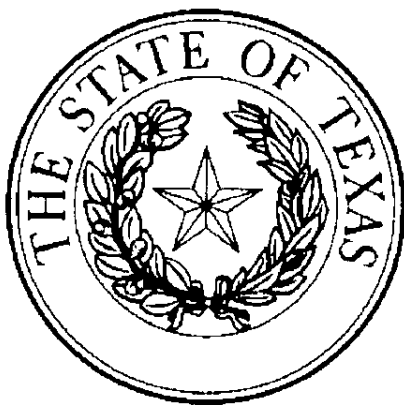
It is further certified that the entity status in Texas is in existence.

It is further certified that our records indicate IRWIN M BARG as the designated registered agent for the above named entity and the designated registered office for said entity is as follows:

1234 NORTH POST OAK RD., STE 130

HOUSTON, TX - 77055 USA

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 30, 2016.



A handwritten signature in black ink, appearing to read "Cascos", followed by a horizontal line.

Carlos H. Cascos
Secretary of State