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(Address)

(City/State/Zip/Phone #)

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21 FEB 2021 PM 1:59

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T. L. ...

COVER LETTER

**TO: Registration Section
Division of Corporations**

GRUPO PROMOCIONES LLC

SUBJECT: _____
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:

Yanet Comesanas

Name of Person

VGX (US) LLC

Firm/Company

2100 Ponce De Leon Blvd, Suite 850

Address

Coral Gables- FL 33134

City/State and Zip Code

yanetc@vivancoyvivanco.com

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

For further information concerning this matter, please call:

Yanet Comesanas

786

471-4655

Name of Contact Person at (_____) _____
Area Code Daytime Telephone Number

Mailing Address:

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

Street Address:

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

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

- \$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 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:

GRUPO PROMOCIONES LLC

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

DELAWARE

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

3. (FEI number, if applicable)

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

3411 Silverside Road, Tatnall Building #104

(Street Address of Principal Office)

3411 Silverside Road, Tatnall Building S104

6. (Mailing Address)

Wilmington, DE 19810

Wilmington, DE 19810

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

Name: VGV (US) LLC

Office Address: 201 Alhambra Circle, Suite 600

Coral Gables, Florida 33134 (City) (Zip code)

21 FEB 10 PM 1:59

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.

[Handwritten signature]

(Registered agent's signature)

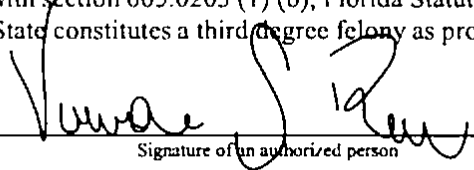
8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

<u>Title or Capacity:</u>	<u>Name and Address:</u>	<u>Title or Capacity:</u>	<u>Name and Address:</u>
<input checked="" type="checkbox"/> Manager	Name: <u>AVALON UNITED LLC</u>	<input type="checkbox"/> Manager	Name: _____
<input type="checkbox"/> Member	Address: <u>3411 Silverside Road</u>	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized Person	<u>Tatnall Building #104, Coral Gables</u> <u>FL 33134</u>	<input type="checkbox"/> Authorized Person	_____ _____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____
<input type="checkbox"/> Manager	Name: _____	<input type="checkbox"/> Manager	Name: _____
<input type="checkbox"/> Member	Address: _____	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized Person	_____ _____	<input type="checkbox"/> Authorized Person	_____ _____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____
<input type="checkbox"/> Manager	Name: _____	<input type="checkbox"/> Manager	Name: _____
<input type="checkbox"/> Member	Address: _____	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized Person	_____ _____	<input type="checkbox"/> Authorized Person	_____ _____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

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)

10. 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.



Signature of an authorized person

STEPHANIE RUIZ

Typed or printed name of signer



CORPORATE
SERVICES

RESOLUTION OF THE MEMBERS
OF
GRUPO PROMOCIONES LLC

In accordance with the rules governing GRUPO PROMOCIONES LLC (the "Company"), a Company existing under the Laws of Delaware, numbered 3430968, established on August 12th, 2020, having its Registered Office in Delaware, we, **MATIAS JUAN MUNTON** and **MARINA BAIMLER** the undersigned, in our capacity of Members do hereby set down the following on record:

1. To register a new Corporate Address of **GRUPO PROMOCIONES LLC** at 201 Alhambra Circle, Suite 600, Coral Gables FL 33134 being this resolution effective from the present date.
2. To appoint **VGV (US) LLC**, a limited liability company established under the Laws of Florida, as the Registered Agent in Florida.
3. To notify **VGV (US) LLC** of this Resolution, being the address 201 Alhambra Circle, Suite 600, Coral Gables- FL 33134.

Issued and signed on January 21st, 2021

MATIAS JUAN MUNTON
Member
GRUPO PROMOCIONES LLC

MARINA BAIMLER
Member
GRUPO PROMOCIONES LLC

Notice of Reception

Date: January 21st, 2021.

By: **VGV (US) LLC**
Registered Agent
Carlos Javier Fiallo
Director

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GRUPO PROMOCIONES LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF JANUARY, A.D. 2021.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GRUPO PROMOCIONES LLC" WAS FORMED ON THE TWELFTH DAY OF AUGUST, A.D. 2020.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.




Jeffrey W. Bullock, Secretary of State

3430968 8300

SR# 20210199875

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202355632

Date: 01-25-21

Delaware

Page 1

The First State

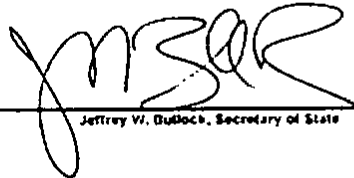
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "GRUPO PROMOCIONES LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE TWELFTH DAY OF AUGUST, A.D. 2020, AT 3:31 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "GRUPO PROMOCIONES LLC".




Jeffrey W. Bullock, Secretary of State

3430968 8100H
SR# 20210199875

Authentication: 202355636
Date: 01-25-21

You may verify this certificate online at corp.delaware.gov/authver.shtml

**STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION**

- First: The name of the limited liability company is:

GRUPO PROMOCIONES LLC

- Second: The name of the Registered Agent and address of its registered office in the State of Delaware is:

Corporate Creations Network Inc.
3411 Silverside Road Tatnall Building #104
Wilmington, DE 19810

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Formation this 12th day of August 2020.

By: /s/ Ryan Mulligan
Ryan Mulligan, Authorized Person