

P07000125528

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

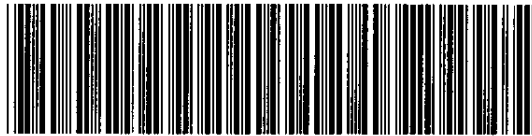
(Business Entity Name)

(Document Number)

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

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Office Use Only



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10/24/07--01025--019 \*\*122.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 NOV 21 PM 2:50

W07-53273

T. Hampton NOV 21 2007

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** TERRA INTERNATIONAL GROUP CORPORATION  
(Name of Resulting Florida Profit Corporation)

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Ricardo Guardiola

(Contact Person)

TERRA International Group

(Firm/Company)

901 Brickell Key Blvd. #3308

(Address)

Miami FL 33131

(City, State and Zip Code)

For further information concerning this matter, please call:

Yara Santiesteban

(Name of Contact Person)

at (305) 968-4636

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$105.00 Filing Fees

☐ \$113.75 Filing Fees  
and Certificate of  
Status

☐ \$113.75 Filing Fees  
and Certified Copy

☒ \$122.50 Filing Fees,  
Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 29, 2007

YARA SANTIESTEBAN  
901 BRICKELL KEY BLVD  
# 3308  
MIAMI, FL 33131

SUBJECT: TERRA INTERNATIONAL GROUP CORPORATION  
Ref. Number: W07000053373

RECEIVED  
07 NOV 21 PM 2:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for TERRA INTERNATIONAL GROUP CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must submit Articles of Incorporation for a Florida profit corporation along with the Certificate of Conversion. The Articles of Incorporation must be signed by an incorporator.

The name on line 1 of the conversion must be the name that we have on our database. See the printout for the correct name to be listed on line 1.

Please return the corrected original and one copy of 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) 245-6855.

Tammy Hampton  
Regulatory Specialist II  
Registration/Qualification Section

Letter Number: 407A00063227

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Profit Corporation**

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Terra International Group LLC  
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Florida LLC  
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida U.S.A.  
(Enter state, or if a non-U.S. entity, the name of the country)

on 05/06/2005  
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

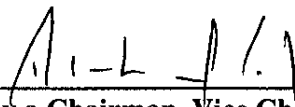
Miami, FL.

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

Terra International Group Corp.  
(Enter Name of Florida Profit Corporation)

5. If not effective on the date of filing, enter the effective date:\_\_\_\_\_.  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 10 day of October, 2007.

Signature:   
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: Ricardo Yardiola Title: President

**Fees:**

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

## ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

### ARTICLE I      NAME

The name of the corporation shall be:

Terra International Group Corp.

### ARTICLE II      PRINCIPAL OFFICE

The principal place of business/mailling address is:

901 Brickell Key Blvd. #3308  
Miami, Fl. - 33131

### ARTICLE III      PURPOSE

The purpose for which the corporation is organized is:

### ARTICLE IV      SHARES

The number of shares of stock is:

100

### ARTICLE V      INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Ricardo Guardiola  
901 Brickell Key Blvd. #3308  
Miami, Fl. - 33131      President

### ARTICLE VI      REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Gara Santiesteban  
901 Brickell Key Blvd. #3308  
Miami, Fl. 33131

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**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Ricardo Guardiola  
901 Buickell Key Blvd. #3308  
Miami Fl. 33131

\*\*\*\*\*

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Ricardo Guardiola  
Signature/Registered Agent

10/10/07  
Date

RI-LLI  
Signature/Incorporator

10/10/07  
Date

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