

P13 0000001495

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

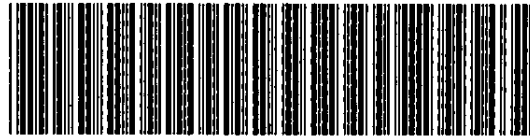
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W12-61408

Office Use Only



800242407418

12/07/12--01022--013 **105.00

FILED
13 JAN -2 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VH

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: TRANSHOTEL USA INC.

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:

GISELLE DEL AMO

Contact Person

INFANTE ZUMPARO

Firm/Company

500 S DIXIE HIGHWAY, SUITE 302

Address

CORAL GABLES, FL 33146

City, State and Zip Code

GISELLE.ORTIZDELAMO@INFANTEZUMPARO.COM ✓

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

For further information concerning this matter, please call:

GISELLE DEL AMO at (305) 5032990

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|----------------------------------------------------------|-------------------------------------------------------------------------------|---------------------------------------------------------------------|------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> \$105.00 Filing Fees | <input type="checkbox"/> \$113.75 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$113.75 Filing Fees
and Certified Copy | <input type="checkbox"/> \$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

December 11, 2012

GISELLE DEL AMO
INFANTE ZUMPARO
500 S DIXIE HIGHWAY, SUITE 302
CORAL GABLES, FL 33146

SUBJECT: TRANSHOTEL USA INC.
Ref. Number: W12000061408

We have received your document for TRANSHOTEL USA INC. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please complete page 2.

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) 245-6052.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 312A00029322

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

FILED
13 JAN -2 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

TRANSHOTEL USA INC.

Enter Name of Other Business Entity

2. The "Other Business Entity" is a CORPORATION

(Enter entity type. Example: limited liability company, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of NEW YORK

(Enter state, or if a non-U.S. entity, the name of the country)

on MAY 15, 2008

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:

N/A

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

TRANSHOTEL USA INC.

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.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.607.1115, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

FILED


13 JAN -2 PM 3:59

Signed this 22nd day of NOVEMBER, 20 12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

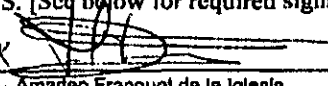
Required Signature for Florida Profit Corporation:

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Chairman, Vice ~~Chairman~~ Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: X 

Printed Name: Amadeo Franquet de la Iglesia Title: Chief Executive Officer

Required Signature(s) on behalf of Other Business Entity: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: X 
Printed Name: Amadeo Franquet de la Iglesia Title: Chief Executive Officer

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

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)

FILED

13 JAN -2 PM 3:59

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: **TRANSHOTEL USA INC.**

ARTICLE II PRINCIPAL OFFICE

Principal street address
2000 Ponce De Leon Blvd., Suite 600
Coral Gables, Florida 33134

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock is: **200**

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Amadeo Franquet de la Iglesia, Chief Executive Officer
Address: 2000 Ponce De Leon Blvd., Suite 600
Coral Gables, Florida 33134

Name and Title: _____
Address: _____

Name and Title: Jufo de la Cruz Nieto, Director
Address: 2000 Ponce De Leon Blvd., Suite 600
Coral Gables, Florida 33134

Name and Title: _____
Address: _____

Name and Title: Luis Lopez Ziegler, Director
Address: 2000 Ponce De Leon Blvd., Suite 600
Coral Gables, Florida 33134

Name and Title: _____
Address: _____

ARTICLE VI REGISTERED AGENT

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

Name: IZHM SERVICES, INC.
Address: 500 S. DIXIE HIGHWAY, SUITE 302
CORAL GABLES, FL 33146

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: GISELLE DEL AMO, ESQ.
Address: 600 S. DIXIE HIGHWAY, SUITE 302
CORAL GABLES, FL 33146

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


Required Signature/Registered Agent

12/3/12
Date

I submit this document and affirm 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.


Required Signature/Incorporator

22nd November, 2012
Date