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(Requestor's Name)

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 20 2015

S. GILBERT

2015 FLORIDA LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# 1,13000162431

Entity Name: BIRD BIOTECH AMERICA, LLC

Current Principal Place of Business:

1408 BRICKELL BAY DRIVE
BRICKELL BAY TOWER 1003
MIAMI, FL 33131

Current Mailing Address:

1408 BRICKELL BAY DRIVE
BRICKELL BAY TOWER 1003
MIAMI, FL 33131 US

FEI Number: 46-5054872

Certificate of Status Desired: No

Name and Address of Current Registered Agent:

DE COTE MESA, JOSE A
1408 BRICKELL BAY DR
BRICKELL BAY TOWER 1003
MIAMI, FL 33131 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: JOSE A DE COTE MESA

02/19/2015

Electronic Signature of Registered Agent

Date

Authorized Person(s) Detail :

Title MANAGER
Name NEW BIOTECHNIC, S.A.
Address PASEO BOLLULLOS DE LA MITACION,
NO 6
City-State-Zip: SEVILLA ANDALUCIA 41110

Title MANAGER
Name APPLIED BIOTHERAPY, S.L.
Address PRESIDENTE ADOLFO SUARES 10 10
B
City-State-Zip: SEVILLA ANDALUCIA 41011

Title MANAGER
Name DE COTE MESA, JOSE A
Address 1408 BRICKELL BAY DRIVE
BRICKELL BAY TOWER 1003
City-State-Zip: MIAMI FL 33131

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 605, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

SIGNATURE: JOSE A DE COTE MESA

MANAGER

02/19/2015

Electronic Signature of Signing Authorized Person(s) Detail

Date



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 12, 2015

JOSE A DE COTE MESA
1408 BRICKELL BAY DR. #1003
MIAMI, FL 33131

SUBJECT: BIRD BIOTECH AMERICA, CORP
Ref. Number: W15000010512

We have received your document for BIRD BIOTECH AMERICA, CORP and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

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.

Sylvia Gilbert
Regulatory Specialist II
New Filing Section

Letter Number: 015A00002994

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: BIRD BIOTECH AMERICA, CORP

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:

JOSE A. DE COTE MESA

Contact Person

Firm/Company

1408 BRICKELL BAY DR. #1003

Address

MIAMI, FL 33131

City, State and Zip Code

JADECOTEMESA@GMAIL.COM

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

For further information concerning this matter, please call:

JOSE A. DE COTE MESA at (305) 490-4928

Name of Contact Person

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:

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

MAILING ADDRESS:

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

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

FILED
15 FEB 19 PM 12:30
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:

BIRD BIOTECH AMERICA, LLC - L13-000-16243.1
Enter Name of Other Business Entity

2. The "Other Business Entity" is a **LIMITED LIABILITY COMPANY**
(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 **FLORIDA**
(Enter state, or if a non-U.S. entity, the name of the country)

on **NOVEMBER 19th, 2013**
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:

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

BIRD BIOTECH AMERICA, 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 03 day of FEBRUARY, 2015.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: JOSE A. DE COTE MESA

Printed Name: JOSE A. DE COTE MESA Title: OFFICER

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: [Signature]

Printed Name: JOSE A. DE COTE MESA Title: MEMBER

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)

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: **BIRD BIOTECH AMERICA, CORP**

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

Principal street address

1408 BRICKELL BAY DRIVE

BRICKELL BAY TOWER #1003

MIAMI, FL 33131

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

ARTICLE IV SHARES 100

The number of shares of stock is:

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: **NEW BIOTECHNIC, S.A.** *S*

Name and Title: _____

Address: **PASEO BOLLULLOS DE LA MITACION, NO 6**

Address: _____

SEVILLA, 41110 SPAIN

Name and Title: **APPLIED BIOTHERAPY, S.L.** *VP*

Name and Title: _____

Address: **PRESIDENTE ADOLFO SUARES 10 10 B**

Address: _____

SEVILLA, 41011 SPAIN

Name and Title: **JOSE A. DE COTE MESA** *P*

Name and Title: _____

Address: **1408 BRICKELL BAY DR. #1003**

Address: _____

MIAMI, FL 33131

ARTICLE VI REGISTERED AGENT

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

Name: **JOSE A. DE COTE MESA**

Address: **1408 BRICKELL BAY DR. #1003**

MIAMI, FL 33131

FILED
15 FEB 19 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: JOSE A. DE COTE MESA

Address: 1408 BRICKELL BAY DR. #1003

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



Required Signature/Registered Agent

02/03/2015

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

02/03/2015

Date