

L190000 35359

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

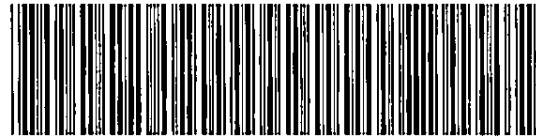
(Business Entity Name)

(Document Number)

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**MAR 23 2019
S. YOUNG**

FILED
19 MAR 12 PM 4:21
SOUTH FLORIDA
TALLAHASSEE, FLORIDA

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: ALLY TELECOMMUNICATIONS LLC

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

JUAN C SANTAMARIA

Name of Person

ALLY TELECOMMUNICATIONS LLC

Firm/Company

3075 NE 190TH ST., APT 305

Address

AVENTURA, FL 33180

City/State and Zip Code

jueguen@siptelco.co

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

For further information concerning this matter, please call:

RAMON PABLO JUEGUEN

786 866-9560

at ()

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

\$25.00 Filing Fee

\$30.00 Filing Fee &
Certificate of Status

\$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

\$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

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

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

ALLY TELECOMMUNICATIONS LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 2/04/2019 and assigned Florida document number L19000035359.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

N/A

The new name must be distinguishable and contain the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable: N/A

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable: N/A

(Mailing address MAY BE A POST OFFICE BOX)

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TALLAHASSEE COUNTY
FLORIDA

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: InCorp Services Inc.

New Registered Office Address: 17888 67th Court North

Enter Florida street address

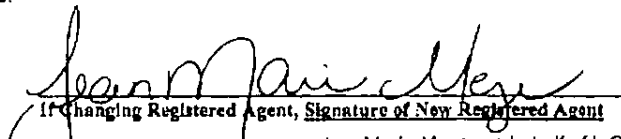
Loxahatchee, Florida 33470

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.


If Changing Registered Agent, Signature of New Registered Agent

JeanMarie Meyer on behalf of InCorp Services, Inc.

If amending Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager
 AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGR	JOHAN M RAMIREZ	3075 NE 190TH ST., APT 305 AVENTURA, FL 33180	<input checked="" type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
N/A			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
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			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

SEE AMENDMENTS

2/25/19

E. Effective date, if other than the date of filing: _____ (optional)
(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b)
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

If the record specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of:
(b) The 90th day after the record is filed.

Dated FEBRUARY 26 2019

Signature of a member or authorized representative of a member

JUAN C SANTAMARIA

Typed or printed name of signer

ALLY TELECOMMUNICATIONS LLC

ARTICLE VII – OWNERSHIP

A. Ownership and Participation

Ownership of Ally Telecommunications LLC's (the Company) capital, at effective date of organization or February 4, 2019, and participation of the Company's profits, if any, and losses, if any, (the ownership and participation interests) are as follows:

- a) Ramon Pablo Jueguen (Jueguen)- 27% of the Company's ownership and participation interests;
- b) Johan Marcel Ramirez Restrepo (Ramirez) – 46% of the Company's ownership and participation interests;
- c) Juan Carlos Santamaria Rodriguez (Santamaria) – 27% of the Company's ownership and participation interests.

Together, Jueguen, Ramirez and Santamaria are referred to as the “Ally shareholders”.

B. Holding Period

The Ally shareholders cannot, from February 4, 2019 and for one (1) year thereafter, sell, transfer, assign, divest, exchange and/or in any way dispose of the Company's ownership and participation interests, even with regards or in connection with the other Ally shareholders. After the completion of the one (1) year period, as defined above, the Ally shareholders may sell, transfer, assign, divest, exchange and/or dispose the Ally shareholder's Company's ownership and participation interests (the disposal transaction) only after first offering such Company ownership and participation interests to the other Ally shareholders. The Ally shareholders have a right of first refusal regarding any disposal transaction by any of the Ally shareholders.

ARTICLE VIII - ADMINISTRATION

The Company's administration and representation will be conducted by (i) the Company's Board of Directors and by (ii) the Company's Manager, with powers and authority, as follows:

A. Company's Board of Directors

The Company's Board of Directors is comprised of person's natural or legal holding ownership and participation interests in the Company.

B. The Company's Manager

The Company's Manager is Johan Marcel Ramirez Restrepo (Restrepo). In case that Restrepo is unable to perform his duties as Manager, the Manager will be Juan Carlos Santamaría Rodríguez.

The Company's Manager will manage the Company's day to day operations, as may be necessary, for the best interests of the Company. Specifically, the Company's Manager has the authority to:

1. Represent the Company before third parties, including administrative and governmental agencies;
2. Conduct the operations of the Company, for the best interest of the Company, within the constraints, if any, of applicable laws and regulations, and directions, as may be issued from time to time, by the Company's Board of Directors.
3. Authorize, by signature, public and private documents related to the Company;
4. Report, in writing, to the Company's Board of Directors, in the frequency and for the periods required by the Company's Board of Directors, a detailed financial analysis that includes the Company's Balance Sheet, Income Statement, Statement of Cash Flows and Statement of Changes in Owner's Equity or other analysis as may be required by the Company's Board of Directors or as necessity, to manage the best interests of the Company, dictate.
5. Manage employment relationships in reference to the Company's human resources, including, but not limited to: hiring, terminations, promotions,

transfers and providing, or making arrangements for, proper training and supervision.

6. Safeguard the Company's assets.
7. Call for ordinary meetings of the Company's Board of Directors, as scheduled by the Board of Directors and call for extraordinary meetings of the Company's Board of Directors as deemed necessary, for the best interests of the Company.
8. Seek authorization and implement directives, by the Company's Board of Directors, in reference to any contract or agreement binding the Company for more than \$100,000 and exceeding a period of one (1) year.
9. Ascertain compliance by the Company with applicable laws and regulations.
10. Comply with any other directive as established by the Company's Board of Directors or the Company's articles of incorporation.