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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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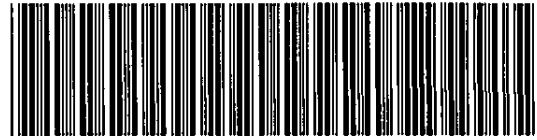
(Business Entity Name)

(Document Number)

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

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TALLAHASSEE, FLORIDA

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DEC 20 2018

**COVER LETTER**

December 14, 2016

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

Re: **EW Ventures, LLC**, Articles of Conversion & Articles of Organization

To Whom It May Concern:

The enclosed Articles of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with Florida Statute § 605.1045.

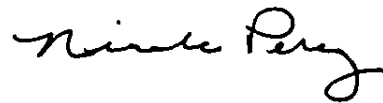
Please return all correspondence concerning this matter to:

ADVOS legal pllc  
Nicole M. Perez, Esq.  
5000 Sawgrass Village Circle, Suite 7  
Ponte Vedra Beach, Florida 32082

E-mail Address: [nicole@advoslegal.com](mailto:nicole@advoslegal.com)  
Telephone: (904) 885-3522

Enclosed is a check for the following amount: \$150.00 Filing Fees (\$25 for Articles of Conversion and \$125 for Articles of Organization).

Respectfully,



Nicole M. Perez, Esq.

**ARTICLES OF CONVERSION  
OF  
EW VENTURES, LLC  
INTO A FLORIDA LIMITED LIABILITY COMPANY**

In accordance with the provisions of the Florida Revised Limited Liability Company Act, Florida Statute § 605.1045 (the "**Act**") these Articles of Conversion are submitted to convert EW Ventures, LLC a New Jersey limited liability company into a Florida limited liability company (the "**Company**").

**ARTICLE I: PRE-CONVERSION NAME AND TYPE OF ENTITY**

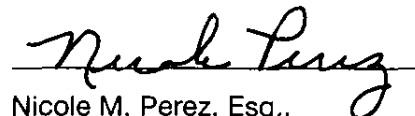
Immediately prior to the filing of these Articles of Conversion the Company was named EW Ventures, LLC a New Jersey limited liability company. The Company was first organized under the laws of New Jersey on June 27, 2013. The Company is considered an "Other Business Entity" for the purposes of conversion under the Act.

**ARTICLE II: POST CONVERSION NAME AND TYPE OF ENTITY**

Immediately following the filing of these Articles of Conversion the Company's name will be EW Ventures, LLC a Florida limited liability company, as set forth in the attached Articles of Organization.

The plan of conversion has been approved in accordance with all applicable statutes and is effective as of January 1, 2017.

Signed this 14<sup>th</sup> day of December 2016.

  
\_\_\_\_\_  
Nicole M. Perez, Esq.,  
Authorized Representative

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**ARTICLES OF ORGANIZATION  
OF  
EW VENTURES, LLC**

In accordance with the provisions of the Florida Revised Limited Liability Company Act, Florida Statutes, Chapter 605 (the "Act"), the undersigned, sole organizer of a Florida limited liability company, and an authorized representative of the Members of the Company hereby certifies as follows:

**ARTICLE I: NAME**

The name of the limited liability company is EW Ventures, LLC (the "**Company**").

**ARTICLE II: ADDRESS**

The mailing address and street address of the principal office of the Company in the State of Florida is:

822 North A1A Highway, Suite 310  
Ponte Vedra Beach, Florida 32082

**ARTICLE III: REGISTERED AGENT & OFFICE**

The name and address of the Company's registered agent is:

NAME	ADDRESS
ADVOS legal pllc	5000 Sawgrass Village Circle, Suite 7 Ponte Vedra Beach, FL 32082

The Company may designate another registered agent at any time.

**ARTICLE IV: DURATION AND EXISTENCE; EFFECTIVE DATE**

The Company was first organized under the laws of New Jersey on June 27, 2013 and has been converted into a Florida LLC as of January 1, 2017. The Company will continue to exist perpetually.

**ARTICLE V: MANAGEMENT**

(Managed by Mangers)

The Company shall be managed by a Board of Managers (which shall have duties, powers and authority similar to that of a Board of Directors) and shall operate through officers elected by the Board of Managers, all as provided in the Limited Liability Company Operating Agreement of the Members (the "**Operating Agreement**"). Accordingly, managers who may, but need not be, Members, manage the Company. The persons making up the Board of Managers are designated in the Operating Agreement, as amended from time to time. The current persons making up the Board of Managers are:

NAME	ADDRESS
Michael Babikian	822 North A1A Highway, Suite 310 Ponte Vedra Beach, Florida 32082

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TALLAHASSEE, FLORIDA  
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Dan Pierson	822 North A1A Highway, Suite 310 Ponte Vedra Beach, Florida 32082
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**ARTICLE VI: OWNERSHIP**

Ownership interests in the Company by its Members may, but need not, be evidenced by certificates signed by the president or any vice-president of the Company and by the secretary or any assistant-secretary of the Company. Transfers of certificates are restricted by the terms of the Limited Liability Company Operating Agreement among the Members of the Company. The Members of the Company shall have the right to admit additional members pursuant to the terms and conditions contained in the Operating Agreement of the Company; any new member agrees to be bound by and to such Operating Agreement.

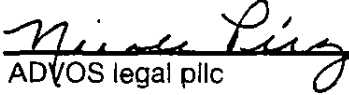
**ARTICLE VII: OPERATING AGREEMENT**

An Operating Agreement, the power to adopt, alter, amend or repeal which shall be vested in the Members of the Company, shall govern the management, operation and ownership of the Company.

**ARTICLE VIII: LIMITED LIABILITY**

No Member, manager, officer, agent or employee of the Company shall be personally liable for the debts or liabilities of the Company or for the acts or omissions of any other Member, manager, officer, agent or employee of the Company.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 14<sup>th</sup> day of December, 2016, and in accordance with Section 605.0201, Florida Statutes, acknowledges that this document constitutes an affirmation under penalties of perjury that the facts stated herein are true and correct and further affirms that the Company has or will have at least one member at the time these Articles of Organization become effective.

  
\_\_\_\_\_  
ADVOS legal pllc  
Nicole M. Perez, Esq.

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ALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the foregoing Articles of Organization, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating 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, Florida Statutes.

  
\_\_\_\_\_  
ADVOS legal pllc  
Whitney Harper, Esq., *Managing Director*  
Date: Dec. 14, 2016

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA