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Articles of Conversion For "Other Business Entity" Into Florida Limited Liability Company

The Articles of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.605.1045. Florida Statutes.

- 1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is MISSONI 2801 LLC.
- 2. The "Other Business Entity" is a limited liability company that was first organized under the laws of the state of Delaware on October 20, 2021.
- 3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is MISSONI 2801 LLC.
- 4. If not effective on the date of filing, enter the effective date: N/A.
- 5. The plan of conversion has been approved in accordance with all applicable statutes.
- 6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this <u>I Ith</u> day of July, 2025.

Signature of Authorized Representative of Limited Liability Company:

By: A38483780C1149C
Name: Sara Jaar
Title: Manager

Signature on behalf of Other Business Entity:

By: ARRANGOLIMAC

Name: Sara Jaar Title: Manager

ARTICLES OF ORGANIZATION **OF** MISSONI 2801 LLC

250 The undersigned, being a duly authorized representative of the Members, desiring to form a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 605. Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I NAME

The name of the limited liability company is MISSONI 2801 LLC (the "Company").

ARTICLE II PRINCIPAL BUSINESS AND MAILING ADDRESS

The principal business and mailing address of the Company is:

201 S. Biscavne Boulevard Suite 800 Miami, Florida 33131

ARTICLE III REGISTERED AGENT AND OFFICE

The Company designates 201 South Biscayne Boulevard, Suite 800, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Law Center of the Americas, LLC as the Company's initial registered agent at such address to accept service of process within this State.

ARTICLE IV **DURATION AND TERMINATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with Florida law and also in accordance with the Operating Agreement of the Company, if applicable.

ARTICLE V MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified. All Managers, other than the initial Manager.

shall be appointed or elected solely as provided in the Operating Agreement of the Company, if applicable, and otherwise by the Members.

ARTICLE VI INITIAL MANAGER

The name and address of the initial Manager of the Company are:

Sara Jaar c/o 201 S. Biscayne Boulevard Suite 800 Miami, FL 33131

ARTICLE VII PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VIII ADDITIONAL MEMBERS

Additional Members may be admitted upon (1) the written consent of the then existing Members or (2) in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE IX OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Member(s) of the Company in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE X AMENDMENT

The power to alter, amend, or repeal the Articles of Organization of the Company shall be only upon the written consent of the Member(s) of the Company or in accordance with the procedures set forth in the Operating Agreement of the Company, if applicable.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 11^{th} day of July, 2025.

Name: James M. Meyer

Title: Duly Authorized Representative

of the Members

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for MISSONI 2801 LLC, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 11th day of July, 2025.

LAW CENTER OF THE AMERICAS, LLC

Name: James M. Meyer

Title: Manager

