

L13000166536

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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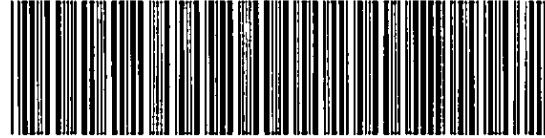
(Business Entity Name)

(Document Number)

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2011 1228 AM 9:31
CLERK OF STATE
TALLAHASSEE, FL

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MDCC Assets, LLC

Name of Florida Limited Liability Company

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company" into an "Other Business Entity" in accordance with s.605.1045, F.S.

Please return all correspondence concerning this matter to:

Jeff Meek

Contact Person

MendenFreiman, LLP

Firm/Company

5565 Glenridge Connector, NE Ste 850

Address

Atlanta, GA 30342

City, State and Zip Code

jmeek@mendenfreiman.com

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

For further information concerning this matter, please call:

Jeff Meek

at (770) 559-5602

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☐ \$30.00 Filing Fee
and Certificate of
Status

☒ \$55.00 Filing Fee
and Certified Copy

☐ \$60.00 Filing Fee,
Certified Copy, and
Certificate of Status

Mailing Address:

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

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

STATE OF FLORIDA
ARTICLES OF CONVERSION

MDCC ASSETS, LLC

FILED
2022 DEC 28 AM 9:31

CLERK OF STATE
TREASURY, FL

Pursuant to § 605.1041 *et seq.* of the Florida Limited Liability Company Act, Fla. Stat. § 605.0101 *et seq.* (the "*Act*"), the undersigned desires to convert MDCC Assets, LLC, a Florida limited liability company (the "*Company*") to a Delaware series limited liability company by submitting these Articles of Organization in accordance with the provisions of § 605.1045 of the Act, to be effective as of December 31, 2022.

Article One: Name of the Converting Entity

The converting entity was formed, as in existing, as a Florida limited liability company, and the name of the converting entity is MDCC Assets, LLC.

Article Two: Jurisdiction and Name of Converted Entity

The Company shall convert into a Delaware series limited liability company, and shall be named MDCC Assets, LLC.

Article Three: Approval of Plan of Conversion

Each Member of the Company has authorized and approved that certain Plan of Conversion of MDCC Assets, LLC dated December 22, 2022 in accordance with §§ 605.1041-605.1046 of the Act.

Article Four: Service of Process

In accordance with § 605.1045(f) of the Act, any service of process received by the Secretary of State of Florida should be sent to the registered agent of the converted entity, Paracorp Incorporated, whose address is 2140 South Dupont Highway, Camden, Delaware 19934.

Article Five: Appraisal Rights

The converted entity has agreed to pay to the members of any limited liability company with appraisal rights the amount to which such members are entitled under §§ 605.1006 and 605.1061-605.1072 of the Act.

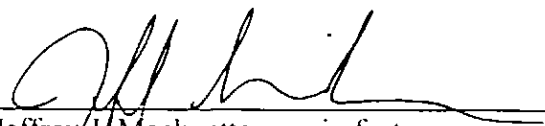
Article Six: Effective Date

The conversion of the Company to a Delaware series limited liability company shall be effective as of December 31, 2022.

Certification:

Pursuant to § 14-11-205 of the Act, these Articles of conversion are executed by the attorney-in-fact of the Manager of the Company, who hereby declares that to the best of his knowledge and belief, the facts stated herein are true.

IN WITNESS WHEREOF the undersigned executes these Articles of Conversion.


Jeffrey J. Meek, attorney-in fact