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#### **COVER LETTER**

To: Florida Department of State Registration Section P.O. Box 6327

Tallahassee, Florida 32314

Subject: iScreen 2 Prevent, LLC

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 605.1045, F.S.

Please return all correspondence concerning this matter to:

Contact Person:

Delia Debuc

Firm/Company:

iScreen 2 Prevent, LLC

Address:

9511 SW 6TH CT

City, State and Zip Code:

PEMBROKE PINES, FL 33025

Day time telephone no.:

786-457-1978

Email address: :

dcf1932@hotmail.com

Enclosed is a check for \$150.00 payable to "Florida Department of State" (consisting of \$25 for the Conversion & \$125 for the Articles of Organization).

# 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

- 1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is: iScreen 2 Prevent, Inc.
- 2. The "Other Business Entity" a corporation first organized, formed or incorporated under the laws of Florida on August 1, 2016.
- 3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is iScreen 2 Prevent, LLC.
- 4. The above referenced Florida profit corporation has converted into an "Other Business Entity" in compliance with Chapter 607, F.S., and the conversion complies with the applicable laws governing the "Other Business Entity."
- 5. The effective date for the conversion is the date that these Articles of Conversion have been filed with the Florida Department of State.
- 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.

Signature of an Authorized Representative or a Member on behalf of Other Business Entity iScreen 2 Prevent, Inc.

signature

print name and title

Date: 03 | 12 | 2018

### ARTICLES OF ORGANIZATION OF iScreen 2 Prevent, LLC.

These are the Articles of Organization of the Company identified below. They are being filed with the Florida Department of State pursuant to Chapter 605, Florida Statutes for the purpose of creating a limited liability company.

**ARTICLE I - Company Name:** The name of the limited liability company ("Company") being created with these Articles of Organization is: iScreen 2 Prevent, LLC..

**ARTICLE II - Mailing Address**: The mailing address of this Company is 9511 SW 6TH CT PEMBROKE PINES, FL 33025.

**ARTICLE III - Street Address**: The street address of the principal office of the Company is 9511 SW 6TH CT PEMBROKE PINES, FL 33025.

**ARTICLE IV - Registered Agent**: The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Delia Debuc 9511 SW 6TH CT PEMBROKE PINES, FL 33025

**ARTICLE V - Membership:** The Company shall have two members: Delia Debuc and Arthur A. Debuc. These Articles of Organization may be amended or restated only upon the filing of the document required by Section 605.0202, Florida Statutes which has been executed by the Registered Agent.

**ARTICLE VI - Management:** The company is a member-managed LLC, and the members are vested with the exclusive authority to manage the company's business. Both members have the right to participate in the control and conduct of the company's business, and subject to the limitations imposed by the Act, this agreement, or action of the members, each member is an agent of the company and has authority to bind the company in the ordinary course of its business.

**ARTICLE VI - Continuation of Business:** Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

IN WITNESS WHEREOF, both members, through the signature of their authorized agent below, have executed the foregoing Articles of Organization as of the 12 day of 2018.

Delia Debuc

Delia Debuc

Delia Debuc

Arthur A. Debuc

### AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN THIS STATE MAY BE SERVED

The following is submitted pursuant to Section 605.0201 of the Florida Statutes:

Having been appointed registered agent of iScreen 2 Prevent, LLC in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.

Delia Debuc

Date: 05/12/2018

18 MAY 15 PM 3: 12

#### Plan of Conversion

#### By Which

#### **ISCREEN 2 PREVENT INC.**

#### Will Convert Into

#### **ISCREEN 2 PREVENT, LLC**

WHEREAS, iScreen 2 Prevent, Inc. a Florida corporation, plans to convert to a Florida limited liability company subject to filing of a Articles of Conversion with the Florida Department of State, and

WHEREAS, Chapter 605 of Florida Statutes requires that iScreen 2 Prevent, Inc. adopt a Plan of Conversion

NOW THEREFORE, iScreen 2 Prevent, Inc. hereby sets forth the details its conversion into iScreen 2 Prevent, LLC, a Florida limited liability company in this Plan of Conversion.

#### I. RECITALS

- A. The "Constituent" and "Resulting" Entities:
  - 1. iScreen 2 Prevent, Inc. (the "Constituent Entity") is a Florida profit corporation.
  - 2. iScreen 2 Prevent, LLC (the "Resulting Entity") shall be a Florida limited liability company having been created on behalf of the Constituent Entity for the purposes of reorganizing the Company's structure.
- B. The Capital of the Parties:
  - 1. The Constituent Entity has two stockholders: Delia Debuc owns fifty percent and Arthur A. Debuc fifty percent.
  - 2. The Resulting Entity shall have two members: Delia Debuc and Arthur A. Debuc. Delia Debuc will hold fifty-one (51) percent of the ownership interest in the Resulting Entity, and Arthur A. Debuc will hold forty-nine (49) percent of the ownership interest Resulting Entity.
- C. The Decision to Convert to a Florida Corporation:
  - 1. With his or her signature below the undersigned Incorporator approves this Plan of Conversion.

#### II. PLAN OF CONVERSION

A. Converting the corporation to a limited liability company. The Constituent Entity and the Resulting Entity are hereby converted for the purposes of reorganizing the company structure such that immediately following the conversion, the Florida corporation shall become a Florida

#### limited liability company

- 1. The Constituent Entity: into iScreen 2 Prevent, Inc. will convert into and thereafter be into iScreen 2 Prevent, LLC. The Constituent Entity will retain its company's personality and will continue its business uninterrupted, in and through, and only in and through the Florida Corporation.
- 2. Conversion of Ownership Interest: Delia Debuc and Arthur A. Debuc. Delia Debuc will hold fifty-one (51) percent of the ownership interest in the Resulting Entity, and Arthur A. Debuc will hold forty-nine (49) percent of the ownership interest Resulting Entity.
- 3. Effective Date: This Plan of Conversion shall become effective immediately upon approval and adoption by the parties hereto, in the manner provided by the law of its place of incorporation and its corporate forms that are required to be filed, the time of such effectiveness being called the effective date hereof.
- 4. Surviving Entity: iScreen 2 Prevent, LLC shall survive the reorganization after the Conversion while maintaining the operational history of iScreen 2 Prevent, Inc. before the Conversion, and with the management, duties and contractual relationships unchanged by the Conversion and with all of its property unchanged.

THIS PLAN OF CONVERSION hereby is executed by both members

Delia Debyc A

Alelle

Arthur A Debuc '

Date: 05/12/2018

Date: 05 12 2016