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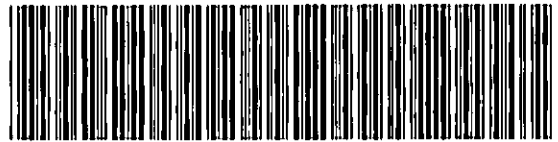
(Business Entity Name)

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To: Florida Division of Corporations

From: TAYLOR SEAY C/O Capitol Services, Inc.

Date: 10/ /2018

Trans#: 1005789

Entity Name: CASH INN OF 7TH AVENUE, INC. (FL) CONVERTING INTO CASH
INN OF 7TH AVENUE, LLC (FL)

Articles Incorporation ()

Articles of Dissolution ()

Conversion (XX) }

Foreign Qualification ()

Limited Partnership ()

Reinstatement ()

Other ()

Articles of Amendment ()

Annual Report ()

Fictitious Name ()

Limited Liability ()

Merger ()

Withdrawal / Cancellation ()

STATE FEES PREPAID WITH CHECK#1308 FOR \$180.00 }

PLEASE RETURN:

Certified Copy (XX) } Plain Photocopy ()

Good Standing () Certificate of Fact ()

**ARTICLES OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**

THESE 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 Section 605.1045, Florida Statutes.

1. Name, Jurisdiction, and Type of Entity of the Converting Entity. The name of the "converting or other business entity" immediate prior to the filing of these Articles of Conversion is CASH INN OF 7TH AVENUE, INC., a corporation organized under the laws of the State of Florida on May 15, 2014 (the "Converting Entity"). **714-43578**
2. Name, Jurisdiction, and Type of Entity of the Converted Entity. The name of the "converted or other business entity" is CASH INN OF 7TH AVENUE, LLC (the "Converted Entity"), a limited liability company to be formed under the laws of the State of Florida pursuant to the filing of those certain Articles of Organization of the Converted Entity attached hereto and submitted herewith. The address of the principal office of the Converted Entity in the State of Florida is as follows: 13100 NW 7th Avenue, Miami, Florida 33168.
3. Plan of Conversion. The Converting Entity has approved a Plan of Conversion and the execution and filing of these Articles of Conversion by all necessary board and shareholder action in accordance with Chapter 607, Florida Statutes.
4. Effective Date. This conversion shall be effective upon the registration of these Articles of Conversion by the Florida Department of State, Division of Corporations.
5. Appraisal Rights. The Converted Entity has agreed to pay (a) any shareholder of the Converting Entity having appraisal rights the amount to which such shareholder(s) is or are entitled under Sections 607.1301 through 607.1333, Florida Statutes; and (b) any member of the Converted Entity having appraisal rights the amount to which such member(s) is or are entitled under Section 605.1006 and Sections 605.1061 through 605.1072, Florida Statutes.

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FLORIDA

[Signature Page to Articles of Conversion]

IN WITNESS WHEREOF, the undersigned, being duly authorized, have executed these Articles of Conversion on this 23rd day of August, 2018.

CONVERTING ENTITY:

CASH INN OF 7TH AVENUE, INC.

By:


Matthew D. Gelbart, President

CONVERTED ENTITY:

CASH INN OF 7TH AVENUE, LLC

By:


Matthew D. Gelbart, Authorized Representative

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**ARTICLES OF ORGANIZATION
OF
CASH INN OF 7TH AVENUE, LLC**
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes (the "Florida LLC Act"), hereby adopts the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is CASH INN OF 7TH AVENUE, LLC (hereinafter, the "Company").

**ARTICLE II
MAILING AND PRINCIPAL ADDRESS**

The mailing address and street address of the principal office of the Company in the State of Florida is 13100 NW 7th Avenue, Miami, Florida 33168.

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The name and street address of the Company's registered agent in the State of Florida are Stephen Wutz, 515 E. Las Olas Boulevard, Suite 175, Fort Lauderdale, Florida 33301.

**ARTICLE IV
MANAGEMENT**

The Company shall be a manager-managed limited liability company; provided, however, that through an amendment to these Articles of Organization, or through a limited liability company agreement or operating agreement executed in accordance with these Articles of Organization and the Florida LLC Act (an "**Operating Agreement**"), the Members of the Company may elect to convert the Company to a member-managed limited liability company.

**ARTICLE V
DURATION**

The Company shall not have a specific effective date of dissolution and shall be perpetual subject to the terms and conditions of the Company's Operating Agreement as may be in effect from time to time.

**ARTICLE VI
LIMITED LIABILITY COMPANY INTERESTS**

The authorized equity capital of the Company shall consist initially of a single class of limited liability company interests. Through an amendment to these Articles of Organization, or

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Miami, FL 33168
STEPHEN WUTZ
REGISTERED AGENT

pursuant to the Company's Operating Agreement as may be in effect at any time and from time to time, the Members of the Company may provide for the creation and issuance of new or additional classes of limited liability company interests having such relative rights, entitlements, preferences, privileges, powers, and duties as the Members and/or manager, as applicable, may determine, including, without limitation, rights, entitlements, preferences, privileges, and powers senior to the initial class or then-existing classes of limited liability company interests.

ARTICLE VII EFFECTIVENESS

These Articles of Organization shall be effective as of the date registered by the Florida Department of State, Division of Corporations.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 24th day of August, 2018.

CASH INN OF 7TH AVENUE, LLC

By:


Matthew D. Gelbart, Authorized Representative

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for CASH INN OF 7TH AVENUE, LLC at the place designed in Article III of the Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties and is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 605, Florida Statutes.

By:


Stephen Wutz, Registered Agent

Date: August 24, 2018

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TALLAHASSEE, FLORIDA