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(Requestor's Name)

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(City/State/Zip/Phone #)

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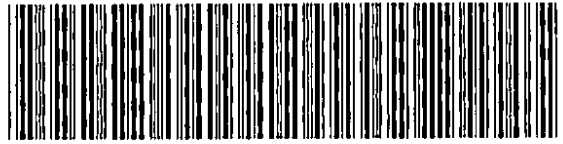
(Business Entity Name)

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# CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312

850-656-4724

Date: 3/13/2019

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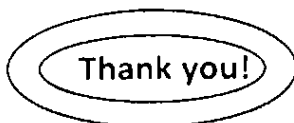
Name:	EVE MERCHANT HOLDINGS, INC. - EVE MERCHANT HOLDINGS, LLC
Document #:	
Order #:	11514961

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
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Amount: \$	180.00
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**CERTIFICATE OF CONVERSION**  
**For**  
**EVE MERCHANT HOLDINGS, INC.,**  
**A FLORIDA CORPORATION,**  
**Into**  
**EVE MERCHANT HOLDINGS, LLC,**  
**A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, being a duly authorized representative of the members and the company, desiring to convert a Florida corporation into a Florida limited liability company under the Florida Business Corporation Act, Chapter 607, Florida Statutes, does hereby adopt the following Certificate of Conversion:

**ARTICLE I – NAME OF FLORIDA PROFIT CORPORATION**

The name of the Florida converting corporation prior to the filing of this Certificate of Conversion is Eve Merchant Holdings, Inc. (the “Florida Profit Corporation”). 710-88957

**ARTICLE II – FORMATION OF OTHER BUSINESS ENTITY**

The Florida Profit Corporation is a corporation first organized and formed under the laws of the State of Florida on July 6, 2010.

**ARTICLE III - NAME; ARTICLES OF ORGANIZATION**

The name of the Florida limited liability company is Eve Merchant Holdings, LLC (the “Florida Limited Liability Company”). The Articles of Organization for the Florida Limited Liability Company is attached hereto as Exhibit A.

**ARTICLE IV – EFFECTIVE DATE**

This Certificate of Conversion shall be effective in Florida as of the date of the filing of this Certificate of Conversion with the Secretary of State of the State of Florida (the “Effective Time”).

**ARTICLE V - APPROVALS**

In accordance with Section 607.112 and Section 607.113 of the Florida Business Corporation Act, a plan of conversion, setting forth the terms and conditions of the conversion of the Florida Profit Corporation into the Florida Limited Liability Company, has been adopted by the Florida Profit Corporation and was approved by the sole shareholder and sole director of the Florida Profit Corporation.

**ARTICLE VI – PRINCIPAL PLACE OF BUSINESS**

The principal place of business for the Florida Limited Liability Company is 835 Ponte Vedra Blvd., Ponte Vedra Beach, Florida 32082.

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IN WITNESS THEREOF, the undersigned has executed this Certificate of Conversion this 11<sup>th</sup>  
day of March, 2019.

**Eve Merchant Holdings, Inc.**

By: \_\_\_\_\_

Julie E. Fox

Authorized Representative

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**EXHIBIT A**

Articles of Organization

See attached.

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**SS**

**ARTICLES OF ORGANIZATION  
OF  
EVE MERCHANT HOLDINGS, LLC**

The undersigned, being a duly authorized representative of the sole member and the company, desiring to convert a Florida profit corporation into a Florida limited liability company under the Florida Business Corporation Act, Chapter 607, Florida Statutes, and Florida Revised 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 Eve Merchant Holdings, LLC (the "Company").

**ARTICLE II - ADDRESS**

The street address of the principal office and the mailing address of the Company are:

835 Ponte Vedra Blvd.  
Ponte Vedra Beach, Florida 32082

**ARTICLE III - PURPOSE**

The Company is organized for the purpose of performing all lawful business permitted under the laws of the United States and of the State of Florida.

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

The Company will exist perpetually, commencing on the date of the filing of these Articles of Organization with the Secretary of State of the State of Florida.

**ARTICLE V - CONTINUATION OF LIMITED LIABILITY COMPANY**

So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall be continued without dissolution. At any time there are no members, the Company shall not be dissolved and shall not be required to be wound up if, within one (1) year after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the Company and agrees to the admission of the personal representative or other legal representative of such member or its nominee or designee to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

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ARTICLE VI - REGISTERED OFFICE AND AGENT

The Company hereby (i) designates 1200 South Pine Island Road, Plantation, Florida 33324 as the street address of the Company's registered office, and (ii) names C T Corporation System, as the Company's registered agent at that address to accept service of process within the State of Florida.

ARTICLE VII - MANAGEMENT AND AUTHORITY

The Company shall be a member-managed company.

IN WITNESS THEREOF, the undersigned has hereunto set her hand and seal this 11<sup>th</sup> day of March, 2019.

**Eve Merchant Holdings, LLC**

By: Julie E. Fox  
Julie E. Fox, Authorized Representative

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned (i) agrees to act as registered agent for the Company named above, 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 (ii) acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

Dated: March \_\_, 2019

**CT CORPORATION**

By: Angel Shearer  
Name: Angel Shearer  
Title: Assistant Secretary

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