

# L19000151688

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(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

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MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



## 500324060975

500324060975  
04/18/19--01001--002 \*\*132.50

500324060975  
02/05/19--01018--019 \*\*52.50

C RICO  
MAR 27 2019

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
19 MAR 27 AM 9:33



Law Offices of  
George D. Perlman, PA

George D. Perlman  
Brett Bernstein, Associate  
Jennifer Haime, Associate  
Benjamin Miller, Associate

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The Four Seasons Office Tower  
1441 Brickell Avenue Suite 1400  
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Tel.: (305) 374-5646  
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Representative Office  
4<sup>th</sup> Floor, 35 Piccadilly  
London W1J 0LP, England  
Tel. 011 44 207 851 0100  
Fax 011 44 207 851 0136

Of Counsel to Robert Allen Law  
E-Mail: [jhaime@gplawintl.com](mailto:jhaime@gplawintl.com)

April 9, 2019

**Sent via FedEx # 7749 2011 2092**

Florida Department of State  
Division of Corporations  
Attn: Tyrone Scott  
Clifton Building  
2661 Executive Center Cir.  
Tallahassee, FL 32301

**Re: Ionic Holdings Inc. – Certificate of Conversion**  
**Reference: W19000018600**  
**Our File: 100193.001**

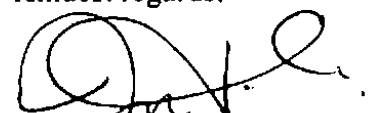
Dear Mr. Scott,

In response to your letter (Number 619A00003940) dated March 18, 2019, enclosed please find the following:

1. Completed Articles of Conversion for "Other Business Entity" to Florida Limited Liability Company
2. A check for \$132.50 – the difference between the \$52.50 previously paid and the \$185.00 listed on the cover page of the Certificate of Conversion;
3. A copy of your letter; and
4. A copy of the filed 2019 Annual Report.

Should you have any questions or concerns regarding this payment, please do not hesitate to contact me directly at [jhaime@gplawintl.com](mailto:jhaime@gplawintl.com) or (305) 374-5646.

Kindest regards,

  
Jennifer G. Haime

Enclosures

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Ionic Holdings, LLC

(Name of Resulting Florida Limited Company)

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 s. 605.1045, F.S.

Please return all correspondence concerning this matter to:

Jennifer G. Haime

(Contact Person)

George D. Perlman PA

(Firm/Company)

1441 Brickell Avenue Ste 1400

(Address)

Miami, FL 33131

(City, State and Zip Code)

corporatefilings@gplawintl.com

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Jennifer Haime

at (305) 374-5646

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

☐ \$150.00 Filing Fees  
(\$25 for Conversion  
& \$125 for Articles  
of Organization)

☐ \$155.00 Filing Fees  
and Certificate of  
Status

☐ \$180.00 Filing Fees  
and Certified Copy

☒ \$185.00 Filing Fees,  
Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Signed this 4<sup>th</sup> day of April 20 19.

**Signature of Authorized Representative of Limited Liability Company:**

Signature of Authorized Representative: Albert Naggar  
Printed Name: Albert Naggar Title: Director

**Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]**

Signature: Albert Naggar  
Printed Name: Albert Naggar Title: President

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**If Florida Corporation:**

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**All others:**

Signature of an authorized person.

**Fees:**

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

**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:  
Ionic Holdings Inc.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation P17000099203  
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Florida  
(Enter state, or if a non-U.S. entity, the name of the country)

on December 14, 2017  
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:  
Ionic Holdings, LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: when filed with the state  
(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)  
**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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.

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COMM-FUNS

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

Ionic Holdings, LLC

(Must contain the words "Limited Liability Company, "L.L.C.," or "LLC.")

## ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

### Principal Office Address:

1441 Brickell Avenue

Suite 1400

Miami, Florida 33131

### Mailing Address:

1441 Brickell Avenue

Suite 1400

Miami, Florida 33131

## ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

George D. Perlman PA

Name

1441 Brickell Avenue Ste 1400

Florida street address (P.O. Box NOT acceptable)

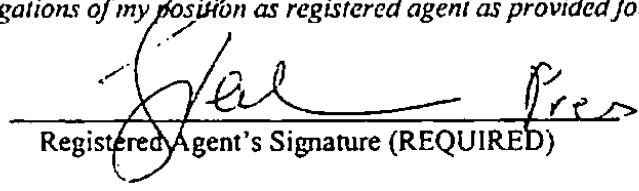
Miami

City

FL 33131

Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S..*

  
Registered Agent's Signature (REQUIRED)

(CONTINUED)

**ARTICLE IV-**

The name and address of each person authorized to manage and control the Limited Liability Company:

**Title:**

"AMBR" = Authorized Member

"MGR" = Manager

MGR

**Name and Address:**

Albert Naggar

1441 Brickell Avenue Ste 1400

Miami, Florida 33131

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(Use attachment if necessary)

**ARTICLE V: Other provisions, if any.**

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\_\_\_\_\_  
\_\_\_\_\_

**REQUIRED SIGNATURE:**

  
\_\_\_\_\_

**Signature of a member or an authorized representative of a member**

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Albert Naggar

\_\_\_\_\_  
Typed or printed name of signee

**Filing Fees**

**\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent**

**\$ 30.00 Certified Copy (Optional)**

**\$ 5.00 Certificate of Status (Optional)**

DIVISION OF CORPORATIONS  
19 MAR 27 AM 9:33