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236 East 6th Avenue. Tallahassee, Florida 32303 P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666

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1.	ABBY GABBY HOSPITALITY, INC. (CORPORATE NAME AND DOCUMENT #)					
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#### ARTICLES OF CONVERSION ABBY GABBY HOSPITALITY, INC. INTO ABBY GABBY HOSPITALITY, LLC

These Articles of Conversion are submitted to convert the following Florida corporation into a Florida limited liability company in accordance with Section 607.11930, Florida Statutes.

- 1. The name of the converting entity is Abby Gabby Hospitality, Inc., a Florida corporation, organized under the laws of the State of Florida effective May 6, 2002, with its public organic record being filed as Document No. P02000049481.
- 2. The name of the converted entity is Abby Gabby Hospitality, LLC, a Florida limited liability company, the principal and mailing address of which is 266 Rue Des Lacs, Tarpon Springs, Florida 34688, as set forth in the attached Articles of Organization.
- 3. The plan of conversion was approved by the converting entity by unanimous written consent of the Board of Directors and its sole Shareholder, in accordance with Chapter 607, Florida Statutes.
- 4. ABBY GABBY HOSPITALITY, LLC has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under sections 605.1006 and 605.1061-605.1072, Florida Statutes.
- 5. This conversion shall be effective as of the filing date hereof.

Signed this 12<sup>th</sup> day of November, 2019.

ABBY GABBY HOSPITALITY, INC.

a Florida corporation

ABBY GABBY HOSPITALITY, LLC, a Florida limited liability company

By: ABBY GABBY HOLDINGS, LLC, its Sole Member

Keith L. Hines, Manager

# ARTICLES OF ORGANIZATION OF ABBY GABBY HOSPITALITY, LLC

The undersigned hereby certifies that he is the Authorized Representative who is forming a Limited Liability Company under Florida Statutes Chapter 605. The following Articles of Organization are hereby adopted.

#### ARTICLE I NAME

The name of the Limited Liability Company shall be Abby Gabby Hospitality, LLC.

#### ARTICLE II DURATION; EFFECTIVE DATE

This Limited Liability Company shall exist perpetually, commencing as of the filing of these Articles of Organization with the Florida Department of State.

# ARTICLE III ADDRESS; PRINCIPAL OFFICE

The street address of the principal office and the mailing address of the Limited Liability Company shall be 266 Rue Des Lacs, Tarpon Springs, Florida 34688.

### ARTICLE IV INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 911 Chestnut Street, Clearwater, Florida 33756, and the name of the Registered Agent is Chestnut Business Services, LLC.

#### ARTICLE V PURPOSE

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of this State.

#### ARTICLE VI MANAGEMENT

The Limited Liability Company shall be managed by one or more managers and is, therefore, a manager-managed limited liability company. The authority and duties of the Managers shall be as set forth in the Operating Agreement of the Limited Liability Company.

The undersigned, being the Authorized Representative of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of Abby Gabby Hospitality, LIC.

Executed by the undersigned on November 12, 2019.

AUTHORIZED REPRESENTATIVE:

Keith L. Hines

# ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 605.0113, Florida Statutes, I agree to act in the capacity of Registered Agent for Abby Gabby Hospitality, ILC and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 605.0113, Florida Statutes.

DATED this 12 day of November, 2019.

Chestnut Business Services, I

By: Michael D. Magidson, Vice President