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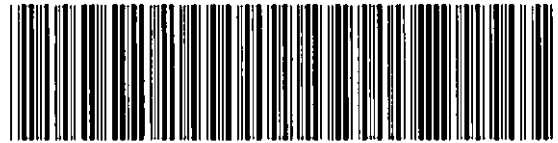
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Filing Cover Sheet

To: Florida Division of Corporations

From: Kim Tadlock c/o Capitol Services, Inc.

Date: 12/20/2019

Trans#: 1097857

Entity Name: GAUDIUM GLOBAL, INC. (FL) CONVERTING INTO GAUDIUM
GLOBAL, 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#1707 FOR \$180.00

PLEASE RETURN:

Certified Copy (XX) Plain Photocopy ()


Good Standing () Certificate of Fact ()

ARTICLES OF CONVERSION

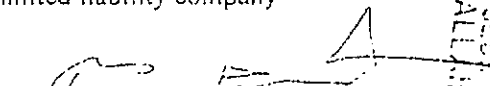
Pursuant to the provisions of Section 605.1045 of the Florida Statutes, GAUDIUM GLOBAL, INC., a Florida corporation, hereby delivers these ARTICLES OF CONVERSION for the purpose of converting GAUDIUM GLOBAL, INC., from a Florida corporation to a Florida limited liability company pursuant to the provisions of Section 605.1045 of the Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is Gaudium Global, Inc.
2. The "Other Business Entity" is a Corporation, first formed in the State of Florida effective on May 3, 2019.
3. The name of the limited liability company as set forth in the attached Articles of Organization is Gaudium Global, LLC.
4. The conversion will be effective on the date of filing these Articles of Conversion with the Florida Department of State.
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 Sections 605.1006 and 605.1061 – 605.1072 of the Florida Statutes.

GAUDIUM GLOBAL, INC.,
a Florida corporation

By: 
Name: Ping Faulhaber
Title: President
Date: _____

GAUDIUM GLOBAL, LLC,
a Florida limited liability company

By: 
Name: Ping Faulhaber
Title: Manager
Date: _____

FILED
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TALLAHASSEE, FLORIDA
SEC. OF STATE

**ARTICLES OF ORGANIZATION
OF
GAUDIUM GLOBAL, LLC**

The undersigned hereby organizes a limited liability company under the provisions of the Florida Revised Limited Liability Company Act (the "Act"), and pursuant to the following Articles of Organization:

ARTICLE 1

Name

The name of this limited liability company is Gaudium Global, LLC (hereafter, the "Company").

ARTICLE 2

Powers

This Company shall have the same powers as an individual to do all things necessary to carry out its business and affairs, including, without limitation, the power to:

- (a) sue and be sued, and defend, in its name;
- (b) purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property, or any legal or equitable interest in property, wherever located;
- (c) sell, convey, mortgage, grant a security interest in, lease, exchange, and otherwise encumber or dispose of all or any part of its property;
- (d) purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, grant a security interest in, or otherwise dispose of and deal in and with, shares or other interests in or obligations of any other entity;
- (e) make contracts or guarantees, or incur liabilities; borrow money; issue its notes, bonds, or other obligations, which may be convertible into or include the option to purchase other securities of the Company; or make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the Company; a corporation which owns, directly or indirectly, a majority of the outstanding membership interests of

the Company; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding membership interests of the Company; which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the Company; or make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the Company;

- (f) lend money, invest or reinvest its funds, and receive and hold real or personal property as security for repayment;
- (g) conduct its business, locate offices, and exercise the powers granted by the Act within or without the state of Florida;
- (h) select managers and appoint officers, directors, employees, and agents of the Company, define their duties, fix their compensation, and lend them money and credit;
- (i) make donations for the public welfare or for charitable, scientific, or educational purposes;
- (j) pay pensions and establish pension plans, pension trust, profit-sharing plans, bonus plans, option plans, and benefit or incentive plans for any or all of its current or former managers, members officers, agents, and employees;
- (k) be a promoter, incorporator, shareholder, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity; and
- (l) make payments or donations or do any other act not inconsistent with law that furthers the business of the Company.

ARTICLE 3

Effective Date

This Company shall have perpetual existence, commencing on the date that these Articles of Organization are filed with the Florida Department of State.

ARTICLE 4

Mailing Address and Principal Office

The mailing address and the street address of the principal office of the Company is 601 Bayshore Boulevard, Suite 700, Tampa, Florida 33606.

ARTICLE 5

Initial Registered Office and Agent

The street address of the initial registered office of this Company is 601 Bayshore Boulevard, Suite 700, Tampa, Florida 33606, and the name of the initial registered agent of this Company at that address is David L. Koche.

ARTICLE 6

Management of the Company


The Company is to be managed by one or more managers and is, therefore, a manager-managed limited liability company.

ARTICLE 7

Indemnification

The Company shall indemnify its managers and members to the fullest extent authorized by law.

IN WITNESS WHEREOF, the undersigned authorized representative of the member has executed these Articles of Organization on the 19th day of December, 2019.



DAVID L. KOCHÉ, Authorized Representative

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE OF
GAUDIUM GLOBAL, LLC**


Pursuant to the provisions of Section 605.0113 of the Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is: Gaudium Global, LLC
2. The name and address of the registered agent and office are:

David L. Koche
601 Bayshore Boulevard, Suite 700
Tampa, Florida 33606

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, Florida Statutes.

Dated: December 19, 2019.



DAVID L. KOCHÉ

BARNETT, BOLT, KIRKWOOD, LONG, KOEHE & FOSTER

ATTORNEYS AT LAW
SUITE 700
601 BAYSHORE BOULEVARD
TAMPA, FLORIDA 33606-2756

TELEPHONE

(813) 253-2020

1. NAME: DAVID E.
 2. DATE OF BIRTH: 11/11/50
 3. RESIDENT: 1000
 4. ADDRESS: 1000
 5. PHONE: 1000
 6. OCCUPATION: 1000
 7. MARITAL STATUS: 1000
 8. NUMBER OF CHILDREN: 1000
 9. EDUCATION: 1000
 10. RELIGION: 1000
 11. POLITICAL AFFILIATION: 1000
 12. RACE: 1000
 13. SEX: 1000
 14. HEIGHT: 1000
 15. WEIGHT: 1000
 16. HAIR: 1000
 17. EYES: 1000
 18. SKIN: 1000
 19. BLOOD TYPE: 1000
 20. ALLERGIES: 1000
 21. MEDICATIONS: 1000
 22. SURGICAL HISTORY: 1000
 23. CHRONIC DISEASES: 1000
 24. TRAUMA: 1000
 25. OTHER: 1000

FACSIMILE

(813) 251-6711

WASHINGTON, D.C. (UPI) —
 The U.S. State Department
 today announced that
 it had received a letter
 from the Soviet Union
 asking for the release
 of the American
 hostages held in Iran.
 The letter, dated
 March 15, was
 received by the
 State Department
 from the Soviet
 ambassador in
 Washington, Andrei
 Gromyko.
 The letter said
 that the Soviet
 Union was willing
 to negotiate the
 release of the
 hostages in return
 for the release of
 Soviet prisoners
 of war held in
 Iran.
 The State Department
 said it was
 studying the
 letter and would
 respond to it
 within a few days.
 The hostages were
 taken in November
 1979 and are
 still being held
 in Iran.
 The Soviet Union
 has been accused
 of helping Iran
 in its efforts
 to hold the
 hostages.
 The State Department
 said it was
 not sure if the
 letter was
 a genuine offer
 or a ploy to
 gain more time.
 It said it would
 be difficult to
 negotiate the
 release of the
 hostages if the
 Soviet Union
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December 17, 2019

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Use of Corporate Name

Dear Sir or Madam:

Gaudium G. LLC, (f/k/a Gaudium Global, LLC) a Florida limited liability company (Document #1900011796) hereby consents to Gaudium Global, Inc. using the name "Gaudium Global, LLC" for its conversion from a Florida corporation to a Florida limited liability company. The two entities have the same principal and mailing address and registered agent.

Thank you for your assistance in this matter.

Sincerely,

GAUDIUM G. LLC (f/k/a Gaudium Global, LLC)

David L. Koche, Authorized Representative