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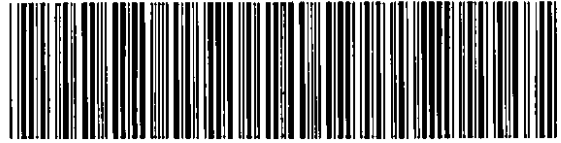
(Business Entity Name)

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| Name: | PLANET HOLLYWOOD (MEMOABILIA) |
| Document #: | |
| Order #: | 13092994 - 71 |

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SECRETARY OF STATE
TALLAHASSEE, FL

Articles of Conversion
For
"Other Business Entity"
(Florida Corporation)
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* and Section 607.11933, *Florida Statutes*.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: PLANET HOLLYWOOD MEMORABILIA, INC. (a Florida corporation, Document Number: P99000110306).

2. The "Other Business Entity" is a corporation first organized and formed under the laws of the State of Florida on December 22, 1999.

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: PLANET HOLLYWOOD MEMORABILIA, LLC.

4. The effective date of the conversion is June 29, 2020.

5. The Plan of Conversion, whereby PLANET HOLLYWOOD MEMORABILIA, INC. is converted into PLANET HOLLYWOOD MEMORABILIA, LLC, has been approved in accordance with all applicable Florida Statutes, including, without limitation, Section 607.11932, *Florida Statutes*.

[Remainder of page intentionally left blank; signature page follows]

Signed effective as of the 29th day of June, 2020.

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

**PLANET HOLLYWOOD MEMORABILIA,
LLC,**
a Florida limited liability company

By: 

Name: Thomas Avallone

Title: Authorized Representative

Signature on behalf of Other Business Entity:

**PLANET HOLLYWOOD MEMORABILIA,
INC.,**
a Florida corporation

By: 

Name: Thomas Avallone

Title: Vice President

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ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY

SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLE I

Name

The name of this Limited Liability Company is:

PLANET HOLLYWOOD MEMORABILIA, LLC

ARTICLE II

Address

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

4700 Millenia Blvd., Suite 400
Orlando, FL 32839

ARTICLE III

Effective Date

The effective date of these Articles of Organization is June 29, 2020.

ARTICLE IV

Management

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

ARTICLE V

Initial Board of Managers

This Limited Liability Company shall have two (2) managers initially. The number of managers may be either increased or decreased from time to time in accordance with the Operating Agreement of this Limited Liability Company, but shall never be less than one.

The names and addresses of the initial managers of this Limited Liability Company are as follows:

| <u>Name</u> | <u>Street Address</u> |
|-----------------|---|
| Robert Earl | 4700 Millenia Blvd., Suite 400 Orlando, FL 32839 |
| Thomas Avallone | 4700 Millenia Blvd., Suite 400 Orlando, FL 32839 |

ARTICLE VI
Registered Agent, Registered Office & Registered Agent's Signature

The name and the Florida street address of the Registered Agent of this Limited Liability Company is:

Michael E. Neukamm
301 E. Pine Street, Suite 1400
Orlando, FL 32839

Having been named as registered agent to accept service of process for this limited liability company at the place so designated in these Articles of Organization, I hereby accept this appointment and agree to serve this Limited Liability Company in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performs 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



AUTHORIZED REPRESENTATIVE'S SIGNATURE

(In accordance with section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. 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.)

THOMAS AVALLONE, AUTHORIZED REPRESENTATIVE

Type or printed name of signee

FILING FEES:
\$100.00 Filing Fee for Articles of Organization
\$25.00 Designation of Registered Agent
\$30.00 Certified Copy (OPTIONAL)
\$5.00 Certificate of Status (OPTIONAL)

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TALLAHASSEE, FL

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