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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

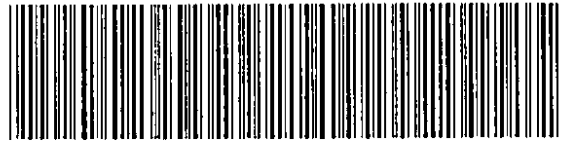
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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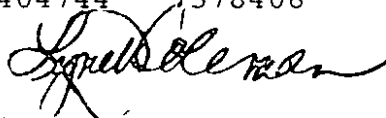
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CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 404744 7578406

AUTHORIZATION :



COST LIMIT : \$ 150.00

ORDER DATE : August 28, 2020

ORDER TIME : 11:18 AM

ORDER NO. : 404744-005

CUSTOMER NO: 7578406

DOMESTIC FILING

NAME: PRIVATE M, LLC

EFFECTIVE DATE:

_____ ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP
XX_____ ARTICLES OF ORGANIZATION/CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Robinson - EXT. 62968

EXAMINER'S INITIALS: _____

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SECRETARY OF STATE
TALLAHASSEE, FL

CERTIFICATE AND PLAN OF CONVERSION
FOR
ACCENDO CAPITAL GROUP, INC.
INTO
PRIVATE M, LLC

This Certificate and Plan of Conversion and attached Articles of Organization are submitted to convert ACCENDO CAPITAL GROUP, INC., a Florida corporation ("Corporation"), into PRIVATE M, LLC, a Florida limited liability company ("LLC"), in accordance with Sections 607.1112 and 605.0201, Florida Statutes.

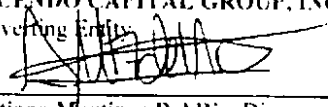
1. ACCENDO CAPITAL GROUP, INC., a Florida corporation, was formed effective as of May 13, 2009.
2. The name of the Florida limited liability company is PRIVATE M, LLC, and it will be the resulting entity which will be governed by the laws of the State of Florida.
3. This Certificate and Plan of Conversion has been approved in accordance with all applicable statutes and shall be effective as of the date of filing this Certificate and Plan of Conversion with the Florida Department of State, Division of Corporations.
4. Pursuant to the conversion transaction, the shares of issued and outstanding stock of the Corporation ("Shares") shall be converted into membership interests ("Member Interests") in the LLC, as follows:

The Shares held by each shareholder of the Corporation immediately prior to the conversion transaction, when expressed as a percentage of the then total issued and outstanding Shares, shall be converted into the same percentage of Member Interests in the LLC such that the percentage of stock ownership in the Corporation held by each shareholder immediately prior to the conversion transaction will equal the same percentage of Member Interests in the LLC held by that (former) shareholder (and now a member of the LLC) immediately after the conversion transaction.

5. The Articles of Organization of the LLC, its charter documents, are as set forth in Exhibit A attached hereto.

The undersigned have executed this Certificate and Plan of Conversion this 24th day of August, 2020.

ACCENDO CAPITAL GROUP, INC.,
Converting Entity

By: 
Santiago Martinez Del Rio, Director

PRIVATE M, LLC,
Resulting Entity

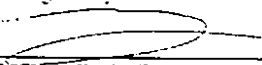
By: 
Moises Cosio Espinosa, Manager

EXHIBIT A
ARTICLES OF ORGANIZATION
OF
PRIVATE M, LLC
(a Florida limited liability company)

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2020 AUG 28 AM 8:26

SECRETARY OF STATE
TALLAHASSEE, FL

**ARTICLES OF ORGANIZATION
OF
PRIVATE M, LLC**
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is PRIVATE M, LLC (hereinafter, the "Company").

ARTICLE II. MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 200 S. Biscayne Blvd., STE 4440, Miami, Florida 33131.

ARTICLE III. AUTHORIZED PERSONS

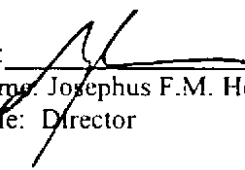
The name and street address of the person authorized to manage and control the Company is Moises Cosio Espinosa, the Company's manager (as such term is defined under applicable law), 200 S. Biscayne Blvd., STE 4440, Miami, Florida 33131.

ARTICLE IV. REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent are **CORPORATION SERVICE COMPANY**, 1201 HAYS ST., TALLAHASSEE, FL 32301.

The undersigned Member has executed these Articles of Organization this 25th day of August, 2020.

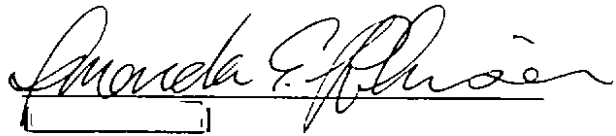
ACCENDO CAPITAL HOLDINGS PTE. LTD.,
Sole Member

By: 
Name: Josephus F.M. Horsten
Title: Director

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for **PRIVATE M, LLC** at the place designated in Article III of the Articles of Organization, CORPORATION SERVICE COMPANY hereby accepts the appointment as registered agent, agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of such duties. CORPORATION SERVICE COMPANY is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 605, Florida Statutes.

CORPORATION SERVICE COMPANY

A handwritten signature in cursive script, appearing to read "Amanda E. Robinson", is written over a horizontal line. Below the line, there is a small rectangular box, likely for a stamp or additional text.

Date: August [28], 2020

Amanda Robinson
Asst. Vice President

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SECRETARY OF STATE
TALLAHASSEE, FL

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