

L210000 35334

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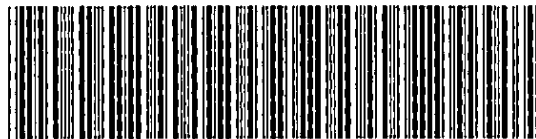
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FLORIDA RESEARCH & FILING SERVICES, INC.

1211 CIRCLE DR

TALLAHASSEE, FL 32301

PH: 850-524-4381

PLEASE FILE THE ATTACHED CONVERSION FOR:

MACRIBEA PROPERTIES, LLC

PLEASE RETURN A CERTIFIED COPY

CHECK# 8902 FOR: \$180.00

THANK YOU!

ARTICLES OF CONVERSION
FOR
MACRIBEA PROPERTIES CORP.
INTO
MACRIBEA PROPERTIES, LLC

The Articles of Conversion and attached Articles of Organization are submitted to convert MACRIBEA PROPERTIES CORP. into MACRIBEA PROPERTIES, LLC in accordance with section 605.1045, Florida Statutes.

1. The name of the "converting eligible entity" immediately prior to the filing of the Articles of Conversion is MACRIBEA PROPERTIES CORP.
2. MACRIBEA PROPERTIES CORP. is a corporation organized under the laws of the State of Florida on February 15, 2012 and assigned Document No. P12000016036.
3. The name of the Florida Limited Liability Company as set forth in the Articles of Organization attached hereto pursuant to section 605.0201, Florida Statutes is MACRIBEA PROPERTIES, LLC.
4. The plan of conversion has been approved by MACRIBEA PROPERTIES CORP. in accordance with Florida Statutes sections 605.1041-605.1046 and Chapter 607.
5. All of the shareholders of MACRIBEA PROPERTIES CORP. approved the conversion and it is therefore unnecessary for MACRIBEA PROPERTIES CORP. to pay appraisal rights.
6. These Articles of Conversion shall be effective upon filing this document with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned being the President of MACRIBEA PROPERTIES CORP., makes and files these Articles of Conversion and declares and certifies that the facts herein stated are true and correct all on this 28 day of January, 2021.

MACRIBEA PROPERTIES CORP.

By: _____

JORGE LA SENCIO, President

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ARTICLES OF ORGANIZATION OF
MACRIBEA PROPERTIES, LLC

ARTICLE I
NAME

The name of this Limited Liability Company shall be MACRIBEA PROPERTIES, LLC (the "Company").

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 2300 NW 94th Ave., Suite 200, Miami, FL 33172, and such other place or places as the member from time to time may determine. The mailing address of the Company is 2300 NW 94th Ave. Suite 200, Miami, FL 33172.

ARTICLE III
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The initial registered agent of the Company shall be Jorge L. Asencio. The address of the initial registered agent is 2300 NW 94th Ave., Suite 200, Miami, FL 33172.

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager – managed company. The name and address of the manager who will serve as manager until the first annual meeting of members or until its successors are selected and qualified in accordance with the Operating Agreement or applicable law is:

Jorge L. Asencio
2300 NW 94th Ave.
Suite 200
Miami, FL 33172

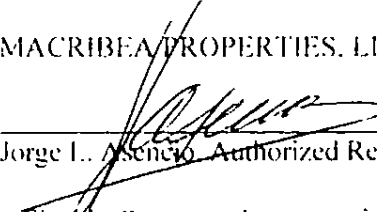
ARTICLE V
PURPOSE OF THE COMPANY

This limited liability company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the 28 day of January, 2021, effective upon filing same with the Florida Department of State.

MACRIBEA PROPERTIES, LLC

BY:


Jorge L. Asencio, Authorized Representative

(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.)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

MACRIBEA PROPERTIES, LLC

2. The name and address of the registered agent and office is:

ASENCIO, JORGE L.
2300 NW 94TH AVE SUITE 200
MIAMI, FL 33172

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.



JORGE L. ASENCIO

Date: January, 28, 2021.

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