

L21000225701

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK UP

☐ WAIT

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(Business Entity Name)

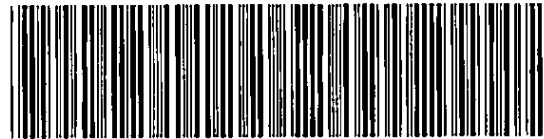
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2021 MAY 18 PM 2:07

RECEIVED

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

ACCOUNT NO. : I20000000195

REFERENCE : 817862 4144A

AUTHORIZATION

COST LIMIT : \$158,750.00

180.00

ORDER DATE : May 18, 2021

ORDER TIME : 11:38 AM

ORDER NO. : 817862-005

CUSTOMER NO: 4144A

DOMESTIC AMENDMENT FILING

NAME: NEW OCEAN US HOLDINGS CORP.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION/CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Eyliena Baker -- EXT#

EXAMINER'S INITIALS: _____

**ARTICLES OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**

This Certificate 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 s. 605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is New Ocean US Holdings Corp. P18-19507

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on February 28, 2018.

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is New Ocean US Holdings LLC.

5. This Certificate of Conversion is effective as of the date of filing with the Florida Secretary of State.

6. The plan of conversion has been approved in accordance with ss. 605.1041-605.1046.

Signed this 17th day of May, 2021.

Signature on behalf of Other Business Entity:

Signature of Chairman, Vice Chairman, Director, or Officer.



Victor Henriquez, President

Signature of Authorized Representative of the Limited Liability Company:



Victor Henriquez, Manager

**ARTICLES OF ORGANIZATION
OF
NEW OCEAN US HOLDINGS LLC**

The undersigned, being a duly authorized representative of the sole Member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is NEW OCEAN US HOLDINGS LLC (the "Company").

**ARTICLE II
ADDRESS**

The principal and mailing address of the Company is:

777 Brickell Ave., Suite 1360
Miami, Florida 33131

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The Company designates 777 Brickell Ave., Suite 1360, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Gennys Medina as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV
DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement or pursuant to the Revised Florida Limited Liability Act, as amended from time to time.

**ARTICLE V
MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

ARTICLE VI
MANAGER(S)

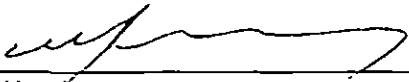
The name and address of the initial Manager of the Company is:

Victor Henriquez
777 Brickell Ave., Suite 1360
Miami, Florida 33131

ARTICLE VII
PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

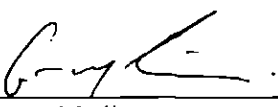
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 17th
of May, 2021.



Victor Henriquez,
Duly Authorized Representative of the
Member

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for NEW OCEAN US HOLDINGS LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 17th day of May, 2021.



Gennys Medina