

L21000257184

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

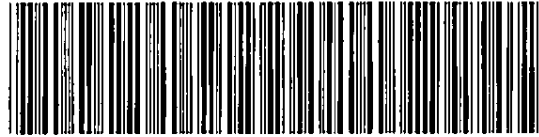
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FL

2021 JUN -2 PM 2:45

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SECRETARY OF STATE
TALLAHASSEE, FL

FILED

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

OEM Recordings LLC

Signature _____

Requested by: _____

Name _____ Date _____ Time _____

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____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
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____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: OEM RECORDINGS LLC

(Name of Resulting Florida Limited Company)

The enclosed Articles of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 605.1045, F.S.

Please return all correspondence concerning this matter to:

Stephanie Avitan, Esq.

(Contact Person)

EPGD Attorneys at Law, P.A.

(Firm/Company)

777 SW 37th Ave, Suite 510

(Address)

Miami, FL 33135

(City, State and Zip Code)

stephanie@epgdllaw.com

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Stephanie Avitan, Esq.

at (786) 837-6787

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

☒ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

Mailing Address:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303



ERIC P. GROS-DUBOIS, ESQ.
MIAMI OFFICE: (786) 837-6787
D.C. OFFICE: (202) 900-2818
DIRECT FAX: (305) 718-0687
E-MAIL: ERIC@EPGDLAW.COM

May 31, 2021

Re: OEM RECORDINGS LLC

To whom it may concern.

I am writing to you on behalf of our client, OEM RECORDINGS LLC (the "Company"), to provide clarifications as to the documents attached herein.

OEM RECORDINGS LLC, a Florida limited liability company has been incorporated under the laws of the state of Florida on 03/02/2021, with document number L21000101457.

This Florida entity has been dissolved on May 28, 2021 and attached you will find corporate resolutions approving that dissolution, approving the non-revocation of the dissolution, and releasing the right to use the name.

These same members and managers of the FL entity already have a New Jersey entity with the same name, OEM RECORDINGS LLC, which was incorporated on 03/02/2015 and would like to convert this entity from a New Jersey LLC to a FL LLC. Attached are the articles of conversion and organization.

In order not to have an issue with having the New Jersey entity converted to a Florida entity with the same name as another entity, the Department of State has explicitly asked we explain the situation and attach corporate resolutions approving the same.

Therefore, the Florida entity with document number L21000101457 shall be dissolved and the New Jersey entity should be converted into a Florida entity.

If you have any questions or concerns, please do not hesitate to contact me.

Best Regards,

A handwritten signature in black ink, appearing to read "Eric P. Gros-Dubois", written over a horizontal line.

Eric P. Gros-Dubois, Esq.
For the Firm

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SECRETARY OF STATE
TALLAHASSEE, FL

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

The 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 s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:
OEM RECORDINGS LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of New Jersey
(Enter state, or if a non-U.S. entity, the name of the country)

on 03/31/2015
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
OEM RECORDINGS LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____
(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 1 day of June 2021

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: *Bhaskar Chaudhuri*
Printed Name: Bhaskar Chaudhuri Title: Managing Member

Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]

Signature: *Bhaskar Chaudhuri*
Printed Name: Bhaskar Chaudhuri Title: Managing Member

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

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

If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

OEM RECORDINGS LLC

(Must contain the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

777 SW 37TH AVE, SUITE 510
MIAMI, FL 33135

Mailing Address:

777 SW 37TH AVE, SUITE 510
MIAMI, FL 33135

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

EPGD ATTORNEYS AT LAW, P.A.

Name

777 SW 37TH AVE, SUITE 510

Florida street address (P.O. Box **NOT** acceptable)

MIAMI

City

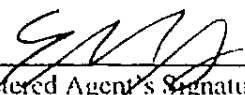
FL 33135

Zip

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TALLAHASSEE, FL

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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..



Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

Name and Address:

CHAUDHURI, BHASKAR

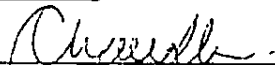
777 SW 37TH AVENUE, SUITE 510

MIAMI, FL 33135

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.

Bhaskar Chaudhuri

Typed or printed name of signee

Filing Fees

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

SECRETARY OF STATE
TALLAHASSEE, FL

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**WRITTEN CONSENT
OF THE MEMBERS AND MANAGERS OF
OEM RECORDINGS LLC**

The undersigned, constituting all of the members and managers of **OEM RECORDINGS LLC**, a Florida limited liability company with document number **L21000101457**, (the "**Company**"), do hereby waive all notice of time, place and purpose of meeting and do hereby consent in writing to take the following actions and adopt the following resolutions:

RECITALS

WHEREAS, the Members and Managers of the Company desire to affirm, ratify, approve, and adopt any and all actions taken by the members and managers, as the case may be; and

WHEREAS, the Members and Managers of the Company, acting in the best interest of the Company, desire to dissolve the Company by filing Articles of Dissolution with the State of Florida.

NOW THEREFORE, BE IT:

RESOLVED, that the Articles of Dissolution is hereby authorized, approved, confirmed, and/or ratified; and


FURTHER RESOLVED, that the Company is hereby dissolved; and

FURTHER RESOLVED, that the Members and Managers of the Company agree not to revoke the dissolution of this entity and hereby release any right to the use of the name by another entity.

RESOLVED, that the Members and Managers of the Company, as the case may be, are each authorized, empowered, and directed, in the name and on behalf of the Company, to take additional action and to execute and deliver additional agreements, documents, and instruments as the Company's management may deem necessary or appropriate to implement the provisions of the foregoing resolutions; and

FURTHER RESOLVED that this Written Consent may be executed in counterpart originals or by facsimile, all of which, taken together, will have the same effect as if all signatures were contained in a single original copy of this written consent.

IN WITNESS WHEREOF, the undersigned has made this Written Consent effective as of the 1 day of June, 2021.



Bhaskar Chaudhuri, as Member and Manager of OEM RECORDINGS LLC

State of Florida

Department of State

I certify from the records of this office that OEM RECORDINGS LLC was a limited liability company organized under the laws of the State of Florida, filed on March 2, 2021, effective March 2, 2021.

The document number of this limited liability company is L21000101457.

I further certify that said limited liability company was voluntarily dissolved on May 28, 2021.

*Given under my hand and the Great Seal of
Florida, at Tallahassee, the Capital, this the
Thirtieth day of May, 2021*



Ronald R. De

Secretary of State

Authentication ID: 000367256790-053021-L21000101457

To authenticate this certificate, visit the following site, enter this ID, and then follow the instructions displayed.

<https://efile.sunbiz.org/certauthver.html>