

# L21000286250

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(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐ PICK-UP

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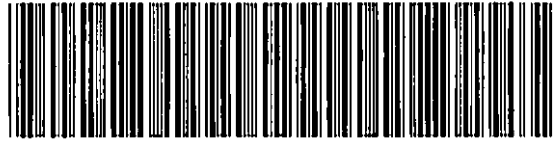
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA



Account#: 120000000088

Entity Name: ROSEBUD MEZZ 1, LLC

☒ Other **\*\* CERTIFIED COPY UPON FILING \*\***

Authorized Amount: **\$180-**

Signature: \_\_\_\_\_

• **ASIA PACIFIC HQ**  
**COGENCY GLOBAL (HK) LIMITED**  
 A HONG KONG LISTED COMPANY  
 INFINITUS PLAZA, 12<sup>TH</sup> FL.  
 199 DES VOEUX RD. CENTRAL  
 HONG KONG  
 +852.3975.1803

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**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:  
ROSEBUD MEZZ 1, 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 Delaware  
(Enter state, or if a non-U.S. entity, the name of the country)

on 6/11/2021  
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:  
ROSEBUD MEZZ 1, 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 18 day of June 2021.

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

Signature of Authorized Representative: /s/ Craig I. Menin  
Printed Name: Craig I. Menin Title: President, Rosebud Capital, Inc., Manager

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

Signature: /s/ Craig I. Menin  
Printed Name: Craig I. Menin Title: President, Rosebud Capital, Inc., Manager

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:

ROSEBUD MEZZ 1, 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:

c/o MENIN DEVELOPMENT 83

101 SE 4TH AVENUE

DELRAY BEACH, FL 33483

### Mailing Address:

c/o MENIN DEVELOPMENT

101 SE 4TH AVENUE

DELRAY BEACH, FL 33483

## 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:

CM RAC, INC., c/o MENIN DEVELOPMENT

Name

101 SE 4TH AVENUE

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

DELRAY BEACH

FL 33483

City

Zip

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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.*

/s/ Craig I. Menin

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:**

Craig I. Menin, c/o MENIN DEVELOPMENT

101 SE 4TH AVENUE

DELRAY BEACH, FL 33483

VP

Jordana Jarjura, c/o MENIN DEVELOPMENT

101 SE 4TH AVENUE

DELRAY BEACH, FL 33483

Authorized Person

Lori Lucas, c/o MENIN DEVELOPMENT

101 SE 4TH AVENUE

DELRAY BEACH, FL 33483

(Use attachment if necessary)

**ARTICLE V:** Other provisions, if any.

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**REQUIRED SIGNATURE:**

/s/ Craig I. Menin, President, Rosebud Capital, Inc., Manager

**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.

Craig I. Menin

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)**