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LAW OFFICES
DAVID M. PRESNICK, P.A.
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Reply To:

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August 18, 2021

New Filing Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: ZNA Smoke Shop, Inc.

Dear Ladies and Gentlemen:

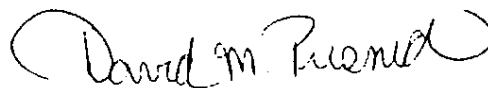
Enclosed for filing are the following documents:

1. Articles of Conversion for ZNA Smoke Shop, Inc. ; and
2. Articles of Organization of ZNA SMOKE SHOP, LLC.

Our check in the amount of \$150.00 to cover the filing fee is also enclosed.

Thank you for your assistance in this matter. Should you have any questions regarding the foregoing, please call.

Sincerely,



David M. Presnick

Enclosures as stated.

**ARTICLES OF CONVERSION
FOR
ZNA SMOKE SHOP, INC.
INTO
FLORIDA LIMITED LIABILITY COMPANY**

The Articles of Conversion and attached Articles of Organization are submitted to convert "Other Business Entity" known as ZNA SMOKE SHOP, INC. a Florida corporation into a Florida Limited Liability Company in accordance with Section 605.1045, *Florida Statutes*.

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

ZNA SMOKE SHOP, INC.

2. The "Other Business Entity" is a Florida corporation first organized, formed or incorporated under the laws of the State of Florida on October 16, 2018.

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization** shall be:

ZNA SMOKE SHOP, LLC

4. If not effective on the date of filing, enter the effective date: N/A.
5. The plan of conversion has been approved in accordance with all applicable statutes.
6. The "Converted or Other Business Entity" has agree to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061-605.1072, *Florida Statutes*.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: _____

Print Name: Zaben F. Abraham

Title: Manager

Signature(s) on behalf of Other Business Entity:

Signature of Authorized Representative: _____

Print Name: Zaben F. Abraham

Title: President

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ARTICLES OF ORGANIZATION
OF
ZNA SMOKE SHOP, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I
Name

The name of this limited liability company ("Limited Liability Company") is: **ZNA SMOKE SHOP, LLC**.

ARTICLE II
Address

The mailing address and street address of the principal office of the Limited Liability Company is: 706 Cheney Highway, Titusville, Florida 32780.

ARTICLE III
Duration

The Limited Liability Company shall exist for a perpetual duration.

ARTICLE IV
Management

The Limited Liability Company is to be managed by one or more managers, and the name and address of the initial manager who is to serve as manager pursuant to the Operating Agreement of the Limited Liability Company ("Managers") until his successors are elected is:

ZABEN F. ABRAHAM
706 Cheney Highway
Titusville, Florida 32780

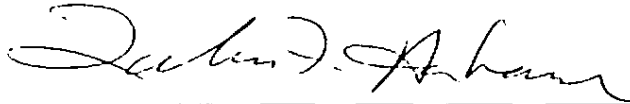
ARTICLE V
Admission of Additional Members

Additional members will be admitted only upon the consent of the Members owning a majority of the Membership Units upon such terms as provided in the Operating Agreement.

ARTICLE VI
Members' Rights to Continue Business

The remaining members of the Limited Liability Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 12th day of August, 2021.



ZABEN F. ABRAHAM, Manager

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me in my physical presence this 12th day of August, 2021, by **ZABEN F. ABRAHAM**, who ☐ is personally known to me or ☒ has produced FL Driver's License as identification.


NOTARY PUBLIC



DAVID M. PRESNICK
Commission # GG 227905
Expires September 1, 2022
Bonded Thru Budget Notary Services

CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE

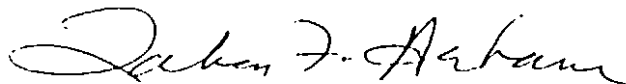
PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **ZNA SMOKE SHOP, LLC.**
2. The name and the Florida street address of the registered agent are:

ZABEN F. ABRAHAM
706 Cheney Highway
Titusville, Florida 32780

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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.



ZABEN F. ABRAHAM