

L21000478384

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

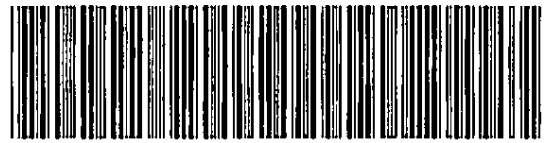
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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Simmay Holdings LLC

7630 Biscayne Boulevard
Miami, FL 33138

To Whom it May Concern
State of Florida Division of Corporations

October 22, 2021

Please accept the attached Articles of Conversion.

The members of Simmay Holdings LLC desire to convert Simmay Holdings to a Florida limited liability company (the "Conversion") pursuant to a Plan of Conversion (the "Plan") as authorized under the Nevada Limited Liability Company Act, Nevada Revised Statutes 92A, and the Florida Revised Limited Liability Company Act. The converted Nevada LLC (the "Converted Entity") will be organized under the laws of the State of Florida, including the Florida Revised Limited Liability Company Act.

Simmay Holdings LLC (the "Company") is a limited liability company that is duly organized, validly existing, and in good standing under the Nevada Limited Liability Company Act ("Nevada Limited Liability Company Act") and the laws of the State of Nevada. The Nevada Secretary of State's file number for Company is E0533642009-3.

Converted Entity will operate under the name of Simmay Holdings, LLC. The mailing and street address of the principal office of the Converted Entity will be 7630 Biscayne Blvd, Miami, FL 33138. The registered agent for service of process on Converted Entity will be RVG & Company, LLC at 1401 E Broward Blvd, Suite 100, Fort Lauderdale, FL 33301.

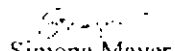
Simmay Holdings LLC is currently registered with the Florida Secretary of State's file number for the Company is M12000005662.

Attached you will find the following documents for your consideration:

1. Florida Articles of Conversion submitted
2. Florida Certificate of Good Standing
3. Nevada Certificate of Good Standing
4. Nevada Articles of Conversion submitted to Nevada on 10/19/2021

If you have any questions or require further documents, please feel free to contact me at Simone@fch.cc or my authorized representative, Larry Rice at lrice@rvgeo.com or by telephone at 954-233-1767; ext 1001.

Warm Regards,


Simone Mayer
Manager

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Simmay Holdings 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:

Lawrence Rice
(Contact Person)

RVG & Company, LLC
(Firm/Company)

1401 E Broward Boulevard
(Address)

Suite 100
(City, State and Zip Code)

lrice@rvgco.com
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Lawrence Rice at (954) 233-1767 ext. 1001
(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

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:
Simmay Holdings 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 Nevada
(Enter state, or if a non-U.S. entity, the name of the country)

on October 6, 2009 (10/06/2009)
(date of organization, formation or incorporation)

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

4. If not effective on the date of filing, enter the effective date: 10/21/2021
(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.

2021/10/21 12:55

Signed this 19 _____ day of October _____ 20 _____.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: _____
Printed Name: Simone Mayer _____ Title: Manager _____

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

Signature: _____
Printed Name: Simone Mayer _____ Title: 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:

Simmay Holding 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:

7630 Biscayne Boulevard

Miami, FL 33138

Mailing Address:

7630 Biscayne Boulevard

Miami, FL 33138

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:

RVG & Company, LLC

Name

1401 E Broward Boulevard, Suite 100

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

Fort Lauderdale

City

FL 33301

Zip

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.

Lawrence Rice

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:

Simone Mayer

7630 Biscayne Boulevard

Miami, FL 33138

(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.

Simone Mayer

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)

7/21/2015 11:12:55