

L220000001481

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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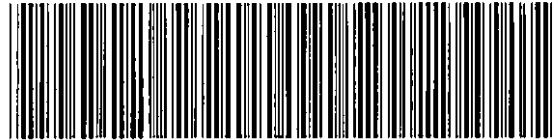
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2022 JAN -3 PM 2:40

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2022 JAN -3 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FL

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

ACCOUNT NO. : I20000000195

REFERENCE : 355916 4309914

AUTHORIZATION

COST LIMIT : \$ 150.00

ORDER DATE : December 30, 2021

ORDER TIME : 2:38 PM

ORDER NO. : 355916-005

CUSTOMER NO: 4309914

DOMESTIC AMENDMENT FILING

NAME: SOUND OFF LLC

EFFECTIVE DATE:

XX ARTICLES OF CONVERSION AND ARTICLES OF ORGANIZATION
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland -- EXT#

EXAMINER'S INITIALS: _____

ARTICLES of CONVERSION

for an

"OTHER BUSINESS ENTITY"

into a

FLORIDA LIMITED LIABILITY COMPANY

These 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 Section 17710.02 of the California Code and Section 605.1045 of the Florida Statutes:

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

SOUND OFF, LLC

2. The "Other Business Entity" is a limited liability company first organized, formed or incorporated under the laws of California on May 21, 2014.

3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is:

SOUND OFF, LLC

4. The effective date shall be upon the filing of these Articles of Conversion and attached Articles of Organization with the Florida Department of State.

5. The plan of conversion has been approved in accordance with all applicable statutes.

6. The converted "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 17711.01 - 17711.14 of the California Code and Sections 605.1006 and 605.1061 - 605.1072 of the Florida Statutes.

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Signed this 27th day of December, 2021.

Florida limited liability company:

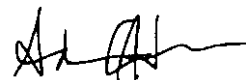
SOUND OFF, LLC

By: 
Adrienne Hall, Manager

Authorized Representative

"Other Business Entity":

SOUND OFF, LLC

By: 
Adrienne Hall, Manager

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**ARTICLES OF ORGANIZATION
OF
SOUND OFF, LLC**

ARTICLE I

The name of the limited liability company formed hereby is SOUND OFF, LLC (the "Limited Liability Company").

ARTICLE II

The duration of the Limited Liability Company shall be perpetual.

ARTICLE III

The principal office and mailing address of the Limited Liability Company shall be as follows:

218 NW 24th Street, 2nd & 3rd Floors
Miami, Florida 33127

ARTICLE IV

The Registered Agent of the Limited Liability Company and his street address in the State of Florida are as follows:

Robert H. Friedhoff, Esq.
1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

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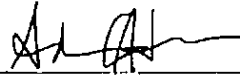
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ARTICLE V

The Limited Liability Company shall be manager-managed. The name and address of the initial Manager is as follows:

Adrienne Hall
218 NW 24th Street, 2nd & 3rd Floors
Miami, Florida 33127



Adrienne Hall,
as Authorized Representative of the Member

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND ACCEPTANCE OF DESIGNATION

Pursuant to the provisions of Section 605.0113, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the limited liability company is SOUND OFF, LLC.
2. The name and address of the Registered Agent and Office is:

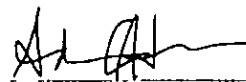
Robert H. Friedhoff, Esq.
1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

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.


Robert H. Friedhoff, Registered Agent

Date: DEC 29 2021

SOUND OFF, LLC

By: 
Adrienne Hall,
as Authorized Representative
of the Member

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