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30 March 2022

VIA U.S. PRIORITY MAIL

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

Re: Urban Air Brandon LLC, a Florida limited liability company

Dear Sir/Madam:

The enclosed Articles of Conversion, Articles of Organization, and fees are submitted to convert a Florida corporation into a Florida limited liability company, in accordance with Chapters 605 and 607, Florida Statutes.

Please return all correspondence concerning this matter to:

Jonathon W. Baker, Esq.
Baker Law, P.A.
27251 Wesley Chapel Blvd. #1044
Wesley Chapel, FL 33544
(813) 388-9457

Enclosed is a \$150.00 check for the below filing fees:

\$25.00 for Articles of Conversion
\$125.00 for Articles of Organization

Should you have any questions or require anything further, please do not hesitate to contact me.
Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read 'JWB', with a long, sweeping horizontal line extending to the right.

Jonathon W. Baker, Esq.

Encls. Articles of Conversion, Articles of Organization, Check #1214 for \$150.00

Articles of Conversion
Florida Corporation to Florida Limited Liability Company

The undersigned, **Michael S. Tucci, President of Urban Air Brandon LLC, a Florida corporation**, in accordance with §607.11933, Florida Statutes, submits these Articles of Conversion.

Converting Eligible Entity

- Name: **Urban Air Brandon LLC**
- Jurisdiction of Formation: **Florida**
- Type of Entity: **Corporation**
- Date of Formation: **July 1, 2021**

Converted Eligible Entity

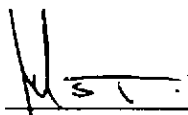
- Name: **Urban Air Brandon LLC**
- Jurisdiction of Formation: **Florida**
- Type of Entity: **Limited Liability Company**

The converting eligible entity is a domestic corporation, and its plan of conversion was approved in accordance with all applicable statutes, including the Florida Business Corporation Act, Chapter 607, F.S.

Attached are Florida Articles of Organization to complete the conversion requirements pursuant to §607.11933(d)(1), F.S.

The converting eligible entity has agreed to pay any members having appraisal rights the amount to which such members are entitled under §§605.1006 and 605.1061-605.1072, F.S.

I certify I am authorized to sign these Articles of Conversion on behalf of the corporation.



Michael S. Tucci, President
Urban Air Brandon LLC,
a Florida corporation

3/29/22
Date

FILED
2022 APR 22 PM 2:49
CLERK OF CIRCUIT COURT
JUDICIAL CIRCUIT IN AND FOR
DADE COUNTY, FLORIDA

ARTICLES OF ORGANIZATION FOR LIMITED LIABILITY COMPANY

Article I. Name

The name of this Florida limited liability company is:
Urban Air Brandon LLC

Article II. Address

The street address of the company's initial principal office is:
185 E BLOOMINGDALE AVE
BRANDON, FL 33511

The mailing address of the company's initial principal office is:
2256 WASON ROAD
SARASOTA, FL 34241

Article III. Registered Agent

The name and street address of the company's registered agent is:
MICHAEL S. TUCCI
2256 WASON ROAD
SARASOTA, FL 34231

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of members who own more than 50% of the voting interest in the Company, unless otherwise provided in the Company's Operating Agreement, if any. If the assignment is not approved by members who own more than 50% of the voting interest in the Company, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, if any, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:
MICHAEL S. TUCCI
2256 WASON ROAD
SARASOTA, FL 34231

Article VII. Effective Date

These Articles of Organization shall be effective upon filing with the Florida Secretary of State, Division of Corporations.

Article VIII. Statement of Registered Agent

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

MICHAEL S. TUCCI
2256 WASON ROAD
SARASOTA, FL 34231

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated herein, 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..



Michael S. Tucci

3/29/22

Date

FILED
2022 APR 22 PM 2:10
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
SARASOTA, FLORIDA

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 section 817.155, Florida Statutes.

The undersigned authorized member or authorized representative of a member executed these Articles of Organization.



Michael S. Tucci

3/29/22

Date