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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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☐ WAIT

☐ MAIL

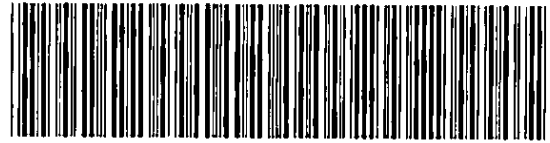
(Business Entity Name)

(Document Number)

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CLERK OF SUPERIOR COURT  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Handwritten signature/initials

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** FIRST INTERNATIONAL TITLE, 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:

Marlene Duarte, Esq.

(Contact Person)

Berger Singerman LLP

(Firm/Company)

1450 Brickell Avenue, Suite 1900

(Address)

Miami, FL 33131

(City, State and Zip Code)

jim.moran@firstintitle.com

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Deborah Fanich at ( 954 ) 712-5164  
(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)

- |   |   |   |   |
|---|---|---|---|
| <input type="checkbox"/> \$150.00 Filing Fees<br>(\$25 for Conversion<br>& \$125 for Articles<br>of Organization) | <input type="checkbox"/> \$155.00 Filing Fees<br>and Certificate of<br>Status | <input type="checkbox"/> \$180.00 Filing Fees<br>and Certified Copy | <input checked="" type="checkbox"/> \$185.00 Filing Fees,<br>Certified Copy, and<br>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

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TALLAHASSEE, FLORIDA

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**STATE OF FLORIDA**  
**ARTICLES OF CONVERSION**  
**FOR**  
**A FLORIDA CORPORATION**  
**TO**  
**A FLORIDA LIMITED LIABILITY COMPANY**

THESE ARTICLES OF CONVERSION (these "**Articles**") are submitted to convert the following Florida corporation (the "**Converting Corporation**") into a "domestic eligible entity" in accordance with Section 607.11930 of the Florida Business Corporation Act (Section 607.0101 et seq., Florida Statutes, referred to herein as the "**Florida Act**").

1.     The Converting Corporation. The name of the Converting Corporation is FIRST INTERNATIONAL TITLE, INC. The jurisdiction of formation of the Converting Corporation is the State of Florida, and the Converting Corporation is a corporation.

2.     The "Converted Entity". The name of the "converted entity" into which the Converting Corporation is converting is FIRST INTERNATIONAL TITLE, LLC. The jurisdiction of formation of the "converted entity" is the State of Florida, and the "converted entity" is a limited liability company.

3.     Plan of Conversion. (a) Pursuant to Section 607.11932(1) of the Florida Act, the Board of Directors of the Converting Corporation has authorized and approved, subject to the approval of the shareholder of the Converting Corporation, that certain Plan of Conversion of the Converting Corporation (the "**Plan of Conversion**") with respect to the conversion contemplated by these Articles, and (b) pursuant to Section 607.11932(2) of the Florida Act, the sole shareholder of the Converting Corporation has authorized, approved, and adopted the Plan of Conversion.

4.     Appraisal Rights. With respect to any shareholder of the "converting entity" having appraisal rights, the "converted entity" has agreed to pay the amount to which such member(s) is entitled under Sections 607.1301 through 607.1340 of the Florida Act.

5.     Articles of Organization of the "Converted Entity". Attached hereto as **Exhibit A** is a copy of the Articles of Organization (as the "public organic record") of the "converted entity" filed and registered with the Florida Department of State, Division of Corporations in formation of the "converted entity".

6.     Effective Date. The conversion of the Converting Corporation into the "converted entity" in accordance with these Articles shall be effective upon the registration of these Articles by the Florida Department of State, Division of Corporations.

7. Florida Address of the "Converted Entity". The Florida Department of State may send any process served on the Department pursuant to the Florida Act and Chapter 48, Florida Statutes to the following address:

1999 North University Drive, Third Floor  
Coral Springs, FL 33071

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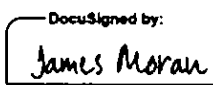
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**[Signature Page to Articles of Conversion]**

IN WITNESS WHEREOF, the undersigned, being an authorized person on behalf of the Converting Corporation and of the “converted entity”, has executed these Articles of Conversion on this 26<sup>th</sup> day of April, 2022.

CONVERTING CORPORATION:

FIRST INTERNATIONAL TITLE, INC., a  
Florida corporation

By:    
James Moran, Chief Executive Officer

CONVERTED ENTITY:

FIRST INTERNATIONAL TITLE, LLC

By: \_\_\_\_\_  
James Moran, Authorized Person

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**[Signature Page to Articles of Conversion]**

IN WITNESS WHEREOF, the undersigned, being an authorized person on behalf of the Converting Corporation and of the "converted entity", has executed these Articles of Conversion on this 26<sup>th</sup> day of April, 2022.

CONVERTING CORPORATION:

FIRST INTERNATIONAL TITLE, INC., a  
Florida corporation

By: \_\_\_\_\_  
James Moran, Chief Executive Officer

CONVERTED ENTITY:

FIRST INTERNATIONAL TITLE, LLC

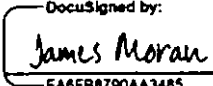
By:  \_\_\_\_\_  
James Moran, Authorized Person

EXHIBIT A  
ARTICLES OF ORGANIZATION

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SECRETARY OF STATE  
TALLAHASSEE, FL 32399-0001

**ARTICLES OF ORGANIZATION  
OF  
FIRST INTERNATIONAL TITLE, LLC**  
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes (the “**Florida Act**”), hereby adopts the following Articles of Organization:

1. Name. The name of the limited liability company shall be “FIRST INTERNATIONAL TITLE, LLC”, a Florida limited liability company (the “**Company**”).

2. Principal Office. The street and mailing address of the Company’s principal office in the State of Florida are as follows:

1999 N. University Drive, Third Floor  
Coral Springs, FL 33071

3. Registered Address and Agent. The address of the Company’s registered office, and the name of the Company’s Registered Agent at such office, in the State of Florida are as follows:

1999 N. University Drive, Third Floor  
Coral Springs, FL 33071  
Registered Agent: James Moran

4. Management. The Company shall be managed by its member(s); provided, however, that through an amendment to these Articles of Organization, or through a limited liability company agreement (an operating agreement) executed in accordance with the Florida Act and as may be in effect at any time and from time to time (the “**Operating Agreement**”), the Company may elect to be a manager-managed limited liability company.

5. Duration. The Company shall not have a specific effective date of dissolution, and its existence shall be perpetual in accordance with the terms and conditions of the Company’s Operating Agreement.

6. Effectiveness. These Articles of Organization shall be effective as of the date registered by the Florida Department of State, Division of Corporations.

*[Balance of page intentionally left blank; signature block appears on following page.]*



**[Signature Page to Articles of Organization]**

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Organization of FIRST INTERNATIONAL TITLE, LLC on this 26<sup>th</sup> day of April, 2022.

DocuSigned by:

*James Moran*

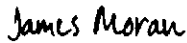
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James Moran

Authorized Representative

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for FIRST INTERNATIONAL TITLE, LLC, a Florida limited liability company, at the place designated in Section 3 of the foregoing Articles of Organization, the undersigned hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as Registered Agent as provided for in Chapter 605, Florida Statutes.

DocuSigned by:  
  
James Moran

Registered Agent

Date: April 26, 2022

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