

L22 000 374 868

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

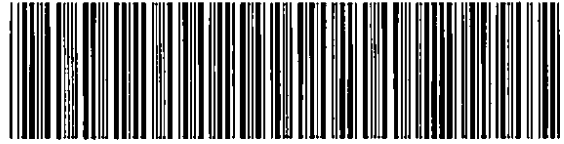
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600392584256

S. CHATHAM
AUG 29 2022

RECEIVED
2022 AUG 29 AM 10:45
ALLIANCE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE
22 AUG 29 PM 3:2

CT CORP

**3458 Lakeshore Drive, Tallahassee, FL 32312
850-656-4724**

Date: 08/29/2022

Acc#I20160000072

Handwritten signature

Name:	Kendi, Inc.
Document #:	
Order #:	14513605

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
Certified Copy of	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
		Number of Certs:	

Filing: <input checked="" type="checkbox"/>	Certified: <input checked="" type="checkbox"/>
	Plain: <input type="checkbox"/>
	COGS: <input type="checkbox"/>

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ **180.00**

Thank you!

**ARTICLES OF CONVERSION
FOR
KENDI, INC.
INTO
KENDI HOLDINGS, LLC**

The undersigned duly authorized signor, on behalf of **KENDI, INC.**, a Florida corporation (the "Converting Corporation"), and for the purpose of converting the Converting Corporation from a Florida corporation into a Florida limited liability company pursuant to Section 607.1113 and 605.1041 through 605.1046 of the Florida Statutes, certifies that:

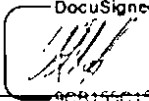
1. The name of the Converting Corporation at its incorporation was **KENDI, INC.** and immediately prior to the filing of these Articles of Conversion was **KENDI, INC.**
2. The Converting Corporation is a corporation first incorporated under the laws of Florida on December 31, 1986.
3. The name of the Florida limited liability company as set forth in the accompanying Articles of Organization is **KENDI HOLDINGS, LLC.**
4. The above-referenced Florida corporation has converted into a Florida limited liability company in accordance with Chapter 607 of the Florida Statutes, and the conversion complies with Chapter 605 of the Florida Statutes governing limited liability companies.
5. The Plan of Conversion was approved by the Converting Corporation in accordance with Chapter 607 of the Florida Statutes.
6. The written consent of the board of directors and the sole shareholder of the Converting Corporation who, as a result of the conversion, are now the officers and members, respectively, of the surviving entity was obtained pursuant to Section 607.1112(6) of the Florida Statutes.
7. The effective date of filing for these Articles of Conversion and the accompanying Articles of Organization shall be August 31, 2022.
8. The Converting Corporation has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061-605.1072 of the Florida Statutes.

[SIGNATURE ON THE FOLLOWING PAGE]

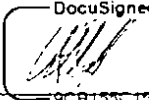
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
22 AUG 29 PM 3:27

IN WITNESS WHEREOF, the undersigned have executed these Articles of Conversion, on behalf of the Converting Corporation and the limited liability company, effective as of August 31, 2022.

KENDI, INC., a Florida corporation

DocuSigned by:

By: _____
Name: Alberto Micha-Buzali
Title: Director

KENDI HOLDINGS, LLC, a Florida limited liability company

DocuSigned by:

By: _____
Name: Alberto Micha-Buzali
Title: Manager

**ARTICLES OF ORGANIZATION
OF
KENDI HOLDINGS, LLC**

ARTICLE I - Name

The name of the limited liability company is **KENDI HOLDINGS, LLC** (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 336 East Dania Beach Blvd, Dania, FL 33004.

ARTICLE III - Management

The Company shall be managed by its manager, as set forth in the Company's Operating Agreement, and is therefore a manager-managed company. The initial manager of the Company is Alberto Micha-Buzali, 336 East Dania Beach Blvd, Dania, FL 33004.

ARTICLE IV - Registered Agent and Office

The street address of the Company's initial registered agent and office is 225 N.E. Mizner Boulevard, Suite 510, Boca Raton, FL 33432, and the name of its initial registered agent at such office is Tobin & Reyes, P.A.

In accordance with Section 605.0203(1)(b) Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Effective as of August 31, 2022.

/s/ Steven M. Heckert _____

Steven M. Heckert

Authorized Representative

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for **KENDI HOLDINGS, LLC**, at the place designated in these Articles of Organization, hereby accepts the appointment as registered agent and agrees to act in such 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 its position as registered agent as provided for in Florida Statutes Chapter 605.

Effective as of August 31, 2022.

Tobin & Reyes, P.A.

/s/ David S. Tobin

David S. Tobin

President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
22 AUG 29 PM 3:38