

L22000375003

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(City/State/Zip/Phone #)

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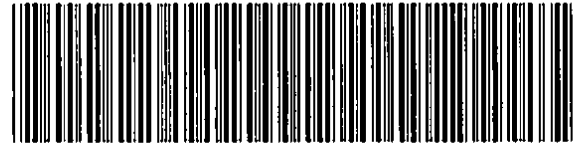
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3458 Lakeshore Drive, Tallahassee, FL 32312
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Date: 08/29/2022

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W.C. Sullivan

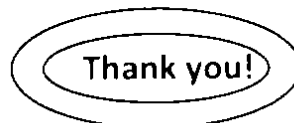
Name:	Reap, Inc.
Document #:	
Order #:	14513605

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
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Certificate of Good Standing:	<input type="checkbox"/>		
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Ref# _____

Amount: \$	180.00
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**ARTICLES OF CONVERSION
FOR
REAP, INC.
INTO
REAP HOLDINGS, LLC**

The undersigned duly authorized signor, on behalf of **REAP, 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:

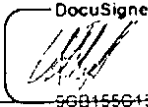
1. The name of the Converting Corporation at its incorporation was **REAP, INC.** and immediately prior to the filing of these Articles of Conversion was **REAP, INC.**
2. The Converting Corporation is a corporation first incorporated under the laws of Florida on December 31, 1986.
3. The name of the Florida limited liability company as set forth in the accompanying Articles of Organization is **REAP 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]


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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.

REAP, INC., a Florida corporation

DocuSigned by:

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

REAP HOLDINGS, LLC, a Florida limited liability company

DocuSigned by:

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

**ARTICLES OF ORGANIZATION
OF
REAP HOLDINGS, LLC**

ARTICLE I - Name

The name of the limited liability company is **REAP 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 **REAP 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

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