

L230000131265

(Requestor's Name)

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SECRETARY OF STATE

03/22/23

FLORIDA RESEARCH & FILING SERVICES, INC.

1211 CIRCLE DR

TALLAHASSEE, FL 32301

PH: 850-524-4381

PLEASE FILE THE ATTACHED CONVERSION FOR:

LAYLARAI LLC

PLEASE RETURN A STAMPED COPY

CHECK# 9559 FOR: \$150.00

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

The 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 s. 605.1045, Florida Statutes.

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

2. The "Other Business Entity" is a Limited Liability Company first organized, formed or incorporated under the laws of the State of Michigan on February 12, 2020.

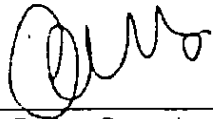
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: **LAYLARAI, LLC**

4. The Effective Date of the Florida Limited Liability Company is the date of filing.

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

6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 15th day of March 2023.



Jose Carlos Gonzalez, Manager

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

LAYLARAI, LLC

The undersigned, being the manager, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is Laylarai, LLC (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is 2020 NE 135th Street, # 701, North Miami, Florida 33181.

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 1000 Brickell Avenue, Suite 400, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Corporate Maintenance Services, LLC, a Florida limited liability company as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Manager, who shall serve in such capacity until his successor is duly elected and qualified, shall be:

Jose Carlos Gonzalez

2020 NE 135th Street, # 701
North Miami, Florida 33181

ARTICLE V

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

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FLORIDA

ARTICLE VI
PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

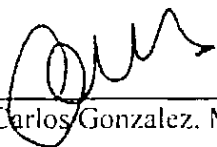
ARTICLE VII
ADDITIONAL MANAGERS

Additional Managers may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Manager, in the manner set forth in the Operating Agreement of the Company.

ARTICLE VIII
OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 15th day of March, 2023.



Jose Carlos Gonzalez, Manager

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STATE OF FLORIDA
CLERK OF THE COURT

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for Laylarai, LLC, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 15th day of March, 2023.

CORPORATE MAINTENANCE SERVICES, LLC

By: _____

Jennifer Cohen, Manager

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SECRETARY OF STATE
TALLAHASSEE, FL