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(Requestor's Name)

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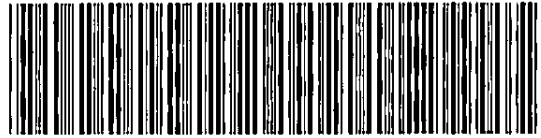
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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filed date 4/4/23,

2023 APR -4 AM 6:14
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**ARTICLES OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**

These 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 Section 605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of these Articles of Conversion is MODEL SCOUT, INC.

2. The "Other Business Entity" is a corporation first organized and formed under the laws of the State of Florida on September 3, 1991 and was assigned Document Number S78231.

3. The name and address of the "Florida Limited Liability Company" as set forth in the attached Articles of Organization is MODEL SCOUT, LLC, whose principal place of business is 62 West Colonial Drive, Loft 309, Orlando, Florida 32801, and shall be a limited liability company organized and formed under the laws of the State of Florida.

4. The conversion shall be effective on the date of filing.

5. The conversion is permitted by the applicable law(s) governing the "Other Business Entity", and the conversion complies with such law(s) and the requirements of the applicable sections in Chapter 605 of the Florida Statutes in effecting the conversion.

6. The plan of conversion and this conversion were approved as required by Chapter 607 and Chapter 605 of the Florida Statutes. The written consent of the sole shareholder of the "Other Business Entity" who, as a result of the conversion, becomes the sole member of the "Florida Limited Liability Company", and the directors of the "Other Business Entity" have consented to the plan of conversion and this conversion pursuant to a Joint Written Consent of the Sole Shareholder and Director of the "Other Business Entity".

7. The "Other Business Entity" currently exists on the official records of the State of Florida, under which it is currently incorporated.

8. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount which such members are entitled under the applicable sections of Chapter 605 of the Florida Statutes, as applicable.

Signature Page to Follow

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The individuals signing below affirm that the facts stated in this document are true.
Signed as of the 18th day of January, 2023.

OTHER BUSINESS ENTITY:

MODEL SCOUT, INC.

By: 
EDWARD J. COTTRELL, III, President

FLORIDA LIMITED LIABILITY COMPANY

MODEL SCOUT, LLC

By: 
EDWARD J. COTTRELL, III,
Authorized Representative

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**ARTICLES OF ORGANIZATION
OF
MODEL SCOUT, LLC**

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I - NAME

The name of this limited liability company shall be MODEL SCOUT, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be 62 West Colonial Drive, Loft 309, Orlando, Florida 32801, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III - REGISTERED AGENT

The initial registered office of the Company is 62 West Colonial Drive, Loft 309, Orlando, Florida 32801. The initial registered agent at that address is EDWARD J. COTTRELL, III.

ARTICLE IV - MANAGEMENT

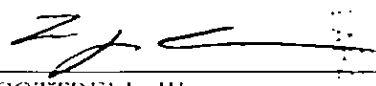
The Company shall be manager-managed. The name and address of the initial manager of the Company is:

<u>Name</u>	<u>Address</u>
EDWARD J. COTTRELL, III	62 West Colonial Drive Loft 309 Orlando, Florida 32801

ARTICLE V - DURATION

This limited liability company shall commence its existence as of the effective date of the conversion of MODEL SCOUT, INC., a Florida corporation, into the Company, and shall exist perpetually thereafter unless sooner dissolved.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization the 18th day of January, 2023.



EDWARD J. COTTRELL, III,
Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 608.415, Florida Statutes, the limited liability company referenced below submits the following statement in designating the registered office/registered agent, in the State of Florida.

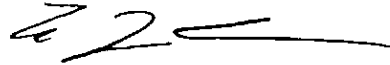
FIRST -- The name of the limited liability company is MODEL SCOUT, LLC.

SECOND -- The name and address of the registered agent and office is:

EDWARD J. COTTRELL, III
62 West Colonial Drive
Loft 309
Orlando, Florida 32801

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

Dated as of the 18th day of January, 2023.



EDWARD J. COTTRELL, III

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