

1230003/1536

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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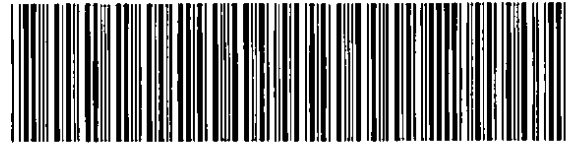
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FL

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TALLAHASSEE, FLORIDA

Sunshine State Corporate Compliance Company

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 06/30/2023

****WALK IN****

ENTITY NAME Total Air, LLC

DOCUMENT NUMBER _____

****PLEASE FILE THE ATTACHED AND RETURN****

XXXXXXXXXX

Plain Copy

Certified Copy

Certificate of Status

****PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY****

Certified Copy of Arts & Amendments

Certificate of Good Standing

****APOSTILLE' / NOTARIAL CERTIFICATION****

COUNTRY OF DESTINATION _____

NUMBER OF CERTIFICATES REQUESTED _____

TOTAL OWED \$150

ACCOUNT #: I20160000072

S. R. J. W.

Please call Tina at the above number for any issues or concerns. Thank you so much!

**ARTICLES OF CONVERSION
FOR
FLORIDA PROFIT CORPORATION ("OTHER BUSINESS ENTITY")
INTO
FLORIDA LIMITED LIABILITY COMPANY**

These Articles of Conversion and attached Articles of Organization are submitted to convert the following Florida Profit Corporation ("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 the Articles of Conversion is Total Air, Inc.
2. The "Other Business Entity" is a Florida profit corporation, first incorporated under the laws of the State of Florida on January 26, 2005.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Total Air, LLC.
4. This conversion shall be effective in Florida upon filing.
5. The plan of conversion has been approved in accordance with all applicable statutes.
6. The "Other Business Entity" has agreed to pay any members of the Florida Limited Liability Company 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 Page to Follow]

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TALLAHASSEE, FL

IN WITNESS WHEREOF, these Articles of Conversion have been executed by the undersigned to be effective the 30th day of June, 2023.

“OTHER BUSINESS ENTITY”

TOTAL AIR, INC.

By: Aaron Freedman
Aaron Freedman, President

FLORIDA LIMITED LIABILITY COMPANY:

TOTAL AIR, LLC

By: TA Freedman Holdings, Inc., its authorized member

By: Aaron Freedman
Aaron Freedman, President

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**ARTICLES OF ORGANIZATION
OF
TOTAL AIR, LLC**

The undersigned hereby executes these Articles of Organization for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this limited liability company (the “**Company**”) shall be:

Total Air, LLC

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and mailing address of the Company shall be:

3100 39th Avenue North
St. Petersburg, FL 33714

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 3100 39th Avenue North, St. Petersburg, Florida 33715, and the initial registered agent of the Company at such office shall be Aaron Freedman. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Management

The Company shall be a member-managed limited liability company.

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ARTICLE V

Initial Member

The name and street address of the initial member of the Company shall be:

TA Freedman Holdings, Inc. 6772 Colony Drive South
St. Petersburg, Florida 33705

ARTICLE VI

Operating Agreement

The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Company shall be for the governance of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles of Organization or contrary to the laws of the State of Florida or of the United States.

ARTICLE VII

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Sections 605.0201 and 605.0203(1)(b), Florida Statutes, has executed these Articles of Organization for the uses and purposes herein stated, to be effective the 30th day of June, 2023.

Aaron Freedman

Aaron Freedman, Authorized Representative

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TOTAL AIR, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED to be effective the 30th day of June, 2023.

Aaron Friedman

Aaron Friedman

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