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GASSMAN, CROTTY & DENICOLO, P.A.

ATTORNEYS AT LAW

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October 9, 2023 VIA UPS GROUND

Florida Department of State / Division of Corporations Registration Section Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: <u>SEA BREEZE ENTERTAINMENT, INC.</u>

Document Number: P04000075566

Dear Sirs/Madams:

Enclosed for filing please find a Certificate of Conversion and Articles of Organization whereby SEA BREEZE ENTERTAINMENT, INC. a Florida corporation, will convert into SEA BREEZE ENTERTAINMENT, L.L.C., a Florida limited liability company.

Please also find enclosed a check made payable to the Department of State in the amount of \$185.00 (\$150.00 for filing fees, \$30.00 for a certified copy and \$5.00 for a Certificate of Status).

Please provide our office with confirmation of filing in the enclosed self-addressed, stamped envelope.

Please contact Tina Arvin of my office at 727-442-1200 if you have any questions on the attached.

Best personal regards.

Alan S. Gassman

COVER LETTER

TO:	New Filing So Division of Co				
SUB.	IECT:				
		(Name of Res	ulting Florida Limite	d Com	pany)
The c Busin	nclosed Articles less Entity" into	s of Conversion, Articl a "Florida Limited Li	es of Organizationability Company	on, and " in ac	I fees are submitted to convert an "Other cordance with s. 605.1045, F.S.
Pleas	e return all corre	espondence concerning	g this matter to:		
····-		(Contact Person)			
		(Firm/Company)			
		(Address)	·····		
	((City, State and Zip Code)			
E-	mail Address: (to b	e used for future annual re	port notifications)		
For f	urther informati	on concerning this ma	tter, please call:		
	(Name of Conta	nct Person)	at ()(Day	time Telephone Number)
Enclo dolla	osed is a check f rs and drawn on	for the following amou a bank located in the	int: (All checks p United States)	rocess	sed by this office must be payable in US
(\$25 f & \$12	50.00 Filing Fees for Conversion 5 for Articles ganization)	□\$155.00 Filing Fees and Certificate of Status	□\$180.00 Filing and Certified Cop		□\$185.00 Filing Fees. Certified Copy, and Certificate of Status
	Mailing Add New Filing S Division of C P.O. Box 632 Tallahassee.	ection Corporations 27		New I Divisi The C 2415	LAddress: Filing Section Ion of Corporations Centre of Tallahassee N. Monroe Street, Suite 810 massee, FL 32303

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.

SEA BREEZE ENTERTAINMENT, INC. (Enter Name of Other Business Entity)				
CORPORATION CORPORATION				
2. The "Other Business Entity" is a				
FLORIDA				
First organized, formed or incorporated under the laws of (Enter state, or if a non-U.S. entity, the name of the country)				
05/10/2004				
on (date of organization, formation or incorporation)				
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:				
SEA BREEZE ENTERTAINMENT, L.L.C.				
(Enter Name of Florida Limited Liability Company)				
4. If not effective on the date of filing, enter the effective date:				
(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)				
the date this document is filed by the Fibrius Department of State)				
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.				
Note: If the date inserted in this block does not meet the applicable statutory thing requirements, this date with not be inserted in				
Note: If the date inserted in this block does not meet the applicable statutory tring requirements, this date with not we take a back document's effective date on the Department of State's records.				

Signed this day of _OCTOBER	20 23
Signature of Authorized Representative of Limit	ed Elability Company:
Signature of Authorized Representative: Printed Name: Alan S. Gassman	ithe: Authorized Representative
Signature(s) on behalf of Other Business Entity: [5]	See-below for required signature(s)]
Signature: Printed Name:	_Title:
Signature:Printed Name:	Title:
Signature:Printed Name:	_Title:
Signature: Printed Name:	_ Title:
Signature:Printed Name:	Title:
If Florida Corporation: Signature of Chairman, Vice Chairman, Director, or Officers have not been selected, an inc	
If Florida General Partnership or Limited Liabilit Signature of one General Partner.	<u>ty Partnership:</u>
If Florida Limited Partnership or Limited Liabilit Signatures of <u>ALL</u> General Partners.	v Limited Partnership:
All others: Signature of an authorized person.	
<u>Fees:</u>	
Articles of Conversion: Fees for Florida Articles of Organization: Certified Copy: Certificate of Status:	\$25.00 \$125.00 \$30.00 (Optional) \$5.00 (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name: The name of the Limited Liability Compa	my is:
SEA BREEZE ENTERTAINMENT, L.L.C. (Must contain the words "Limited	Liability Company, "L.L.C.," or "L.L.C.")
ARTICLE II - Address: The mailing address and street address of	the principal office of the Limited Liability Company is:
Principal Office Address:	Mailing Address:
3481 Shoreline Circle Palm Harbor, FL 34684	3481 Shoreline Circle Palm Harbor, FL 34684
(The Limited Liability Company cannot serve as its over business entity with an active Florida registration.) The name and the Florida street address of Alan S. Gassman	istered Office, & Registered Agent's Signature: on Registered Agent. You must designate an individual or another of the registered agent are: Name
1245 Court Street	
Florida street addre	ss (P.O. Box <u>NOT</u> acceptable)
Clearwater	F1. 33756
City	Zip
liability company at the place design registered agent and agree to act in this statutes relating to the proper and con accept the obligations of my positio	at and to accept service of process for the above stated limited mated in this certificate. I hereby accept the appointment as a capacity. I further agree to comply with the provisions of all implete performance of my duties, and I am familiar with and in as registered agent as provided for in Chapter 605, F.S As Signature (REQUIRED)

(CONTINUED)

<u>Title:</u>	Name and Address:		
"AMBR" = Authorized Member "MGR" = Manager			
MGR — Wanager	JOHN C. REDMOND 3481 Shoreline Circle		
(Use attachment if necessary)			
LEV: Other provisions, if any.			
TAGENTEN:			

Signature of a member or an authorized representative of a member. This document is executed in accordance with section 605.0203 (1) (b). Florida Statutes, I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Alan S. Gassman, Authorized Representative

Typed or printed name of signee

Filing Fees

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent \$ 30.00 Certified Copy (Optional) \$ 5.00 Certificate of Status (Optional)