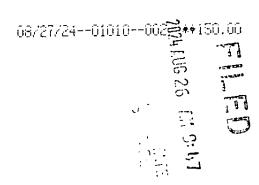
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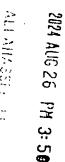
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# ARTICLES OF CONVERSION FOR "OTHER BUSINESS ENTITY" INTO FLORIDA LIMITED LIABILITY COMPANY

The Articles of Conversion and <u>attached Articles of Organization</u> 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 the Articles of Conversion is: CENTRAL FLORIDA RESTAURANT GROUP INC.
- 2. The "Other Business Entity" is a <u>corporation</u> first organized, formed or incorporated under the laws of <u>Florida</u> on <u>October 25, 2019</u>, and assigned Document Number <u>P19000083494</u>.
- 3. The name of the Florida limited liability company as set forth in the <u>attached Articles of Organization</u> is: <u>CENTRAL FLORIDA RESTAURANT GROUP LLC</u>
- 4. If not effective on the date of filing, enter the effective date: N/A

  (The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)
- 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 Sections 605.1006 and 605.1061-605.1072, Florida Statutes.

Signed this 26th day of August 2024.

CENTRAL FLORIDA RESTAURANT GROUP INC., a Florida corporation

CENTRAL FLORIDA RESTAURANT GROUP LLC, a Florida limited liability company

By: Michael Bennici, President

Michael Bennici, Manager

## ARTICLES OF ORGANIZATION OF CENTRAL FLORIDA RESTAURANT GROUP LLC A Florida Limited Liability Company

#### ARTICLE I NAME

The name of this limited liability company is Central Florida Restaurant Group LLC, referred to in these Articles of Organization as the "Company."

#### ARTICLE II MAILING AND STREET ADDRESS

The street address of the principal office of the Company is as follows:

1665 Dunlawton Avenue Port Orange, Florida 32129

The mailing address of the principal office of the Company is as follows:

1665 Dunlawton Avenue Port Orange, Florida 32129

#### ARTICLE III COMMENCEMENT OF COMPANY'S EXISTANCE

In accordance with Section 605.0207, Florida Statutes, the Company's existence shall be deemed to have commenced on the date and at the time the record is filed as evidenced by the Florida Department of State's endorsement of the date and time on the record.

#### ARTICLE IV REGISTERED AGENT

The name and Florida street address of the initial Registered Agent are as follows:

Jason A. Davis, Esq.
Shuffield, Lowman & Wilson, P.A.
1000 Legion Place, Suite 1700
Orlando, FL 32801

#### ARTICLE V MANAGEMENT

The name and address of each person initially authorized to manage and control the Company, until their successors are appointed, are as follows:

| Title   | Name and Address          |
|---------|---------------------------|
| Manager | Michael Bennici           |
| J       | 8 Long Lake Way           |
|         | Palm Coast, Florida 32137 |
| Manager | Bruno DiFabio             |
|         | 8 Long Lake Way           |
|         | Palm Coast, Florida 32137 |
|         |                           |

#### ARTICLE VI APPLICABLE LAW

The Company is created pursuant to Chapter 605, Florida Statutes, and shall be governed by the laws of the State of Florida.

dason A Davis., Esq., as Authorized Representative

### ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of Section 605.0113, Florida Statutes, the undersigned submits the following statement of acceptance of his designation as Registered Agent for the Company:

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 as provided for in Chapter 605 of the Florida Statutes.

ason A. Davis, Esq., as

Registered Agent