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P: 866.625.0838
F: 866.625.0839
COGENCYGLOBAL.COM

Account#: 1200000000088
If there are any issues
please contact Cheyanne at
850-202-1882

Date: 12/23/2024

Name: Cheyenne Davis

Reference #: 2602049

Entity Name: AMCS MARKETING, INC.

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☒ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☐ Other _____

Authorized Amount: \$ 150.00

Signature: *Cheyenne Davis*

• CORPORATE HQ
COGENCY GLOBAL INC.
10 E 40TH ST, 10TH FL
NY, NY 10016
D: +1.212.947.7200
P: 800.221.0102
F: 800.944.6607

• EUROPEAN HQ
COGENCY GLOBAL (UK) LIMITED
REGISTERED IN ENGLAND & WALES
REGISTRY #2010712
6 LLOYDS AVE, UNIT 4CL
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+44 (0)20.3961.3080

• ASIA PACIFIC HQ
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A HONG KONG LIMITED COMPANY
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Account#: 1200000000088
If there are any issues
please contact Patrice at
850-202-9071

Date: 12/23/2024

Name: Cheyenne Davis

Reference #: 2602049

Entity Name: AMCS MARKETING, INC.

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**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: AMCS MARKETING, INC.

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Florida on July 27, 2009 (Document No.: P09000063668). The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently incorporated.

3. The "Other Business Entity's" principal office address is 200 S Biscayne Boulevard, Suite 403, Miami, FL 33131.

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization: AMCS MARKETING, LLC.

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

6. The conversion will be effective on December 30, 2024.

7. 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.

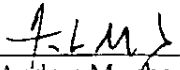
8. These Articles of Conversion may be executed in one or more counterparts. Any such counterpart, to the extent delivered by means of a facsimile machine or by .pdf, .tif, .gif, .jpeg or similar attachment to an electronic mail message or any electronic signature complying with the federal Electronic Signatures in Global and National Commerce Act of 2000, Public Law 106-229, as amended (e.g., Adobe eSign or DocuSign) (any such delivery, an "Electronic Delivery"), shall be treated in all manner and respects as an original executed counterpart and shall be considered to have the same binding legal effect as if it were the original signed version thereof delivered in person. Each signature delivered by means of Electronic Delivery shall be an "electronic signature" within the meaning of the Uniform Electronic Transaction Act (USA) and the Electronic Commerce Directive (EU) in all jurisdictions where the legislation has been adopted.

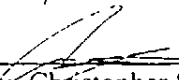
[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, these Articles of Conversion are signed as of December 26, 2024.

OTHER BUSINESS ENTITY:

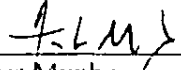
AMCS MARKETING, INC.,
a Florida corporation

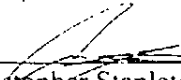
By: 
Name: Andres Munho
Title: Director

By: 
Name: Christopher Stapleton
Title: Director

LIMITED LIABILITY COMPANY

AMCS MARKETING, LLC,
a Florida limited liability company

By: 
Name: Andres Munho
Title: Manager

By: 
Name: Christopher Stapleton
Title: Manager

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ARTICLES OF ORGANIZATION
FOR
AMCS MARKETING, LLC
(A Florida Limited Liability Company)

The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida, pursuant to the Florida Revised Limited Liability Company Act (the "Act"), hereby adopts the following Articles of Organization:

ARTICLE 1

NAME

The name of the Limited Liability Company is AMCS MARKETING, LLC (the "Company").

ARTICLE 2

DURATION

This Company shall have perpetual existence, commencing on December 30, 2024.

ARTICLE 3

NATURE OF BUSINESS

The Company is organized for the purpose of transacting any and all lawful business permitted under the Act.

ARTICLE 4

ADDRESS

The initial principal office address and the initial mailing address of the Company is 200 S. Biscayne Boulevard, Suite 403, Miami, Florida 33131.

ARTICLE 5

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company is 200 S. Biscayne Boulevard, Suite 403, Miami, Florida 33131, and the name of the initial registered agent of the Company at that address is Virginia Gabilondo.

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ARTICLE 6

MEMBERSHIP CERTIFICATES

Each Member's interest in the Company may be evidenced by a membership participation or unit certificate. No Member of the Company may transfer, sell or assign its membership interest or unit in the Company to any other person without the consent of the managers of the Company.

ARTICLE 7

MANAGEMENT

The Company shall be manager-managed. The initial managers of the Company and their addresses are as follows:

Name:

Address:

Andres Munho

200 S. Biscayne Boulevard, Suite 403
Miami, Florida 33131

Christopher Stapleton

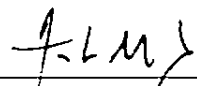
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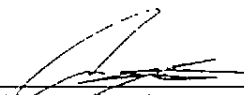
ARTICLE 8

AMENDMENT

The company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF the undersigned has executed these Articles as of the 30th day of December, 2024.


By: Andres Munho
Title: Manager

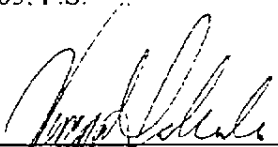

By: Christopher Stapleton
Title: Manager

(In accordance with Section 605.0205(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above-stated limited liability company at the place designated in these Articles, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and states that she is familiar with and accepts the obligations of her position as registered agent as provided for in Chapter 605, F.S.



Virginia Gabilondo

Dated: December 30, 2024

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TALLAHASSEE, FL