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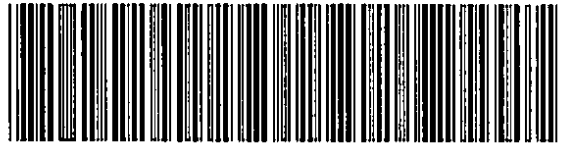
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Florida Oriental Farms Inc.

Name of Resulting Florida Profit Corporation

The enclosed Articles of Conversion, Articles of Incorporation, and fees are submitted to convert the following eligible entity into a "Florida Profit Corporation" in accordance with ss. 607.11933 & 607.0202, F.S.

Please return all correspondence concerning this matter to:

Athittaya Souphanthavong

Contact Person

Florida Oriental Farms Inc.

Firm/Company

17775 SW 272nd St.

Address

Homestead, FL 33031

City, State and Zip Code

FlorientalFarms@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Athittaya Souphanthavong at (305) 246-3558

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees ☐ \$113.75 Filing Fees ☐ \$113.75 Filing Fees ☐ \$122.50 Filing Fees.
and Certificate of and Certified Copy Certified Copy, and
Status Certificate of Status

Mailing Address:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Conversion
For
Converting Eligible Entity
Into
Florida Profit Corporation

The Articles of Conversion **and attached Articles of Incorporation** are submitted to convert the following **eligible business entity into a Florida Profit Corporation** in accordance with ss. 607.11933 & 607.0202, Florida Statutes.

1. The name of the Converting Entity immediately prior to the filing of the Articles of Conversion is:

Florida Oriental Farms LLC

Enter Name of the Converting Entity

2. The converting entity is a limited liability company L2000035986
(Enter entity type. Example: limited liability company, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 01/29/2020
Enter date "Converting Entity" was first organized, formed or incorporated.

3. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

Florida Oriental Farms Inc.

Enter Name of Florida Profit Corporation

4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.

5. If not effective on the date of filing, enter the effective date: 08/21/2020
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

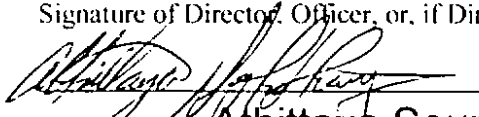
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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2020 SEP - 1 PM 3:14
CLERK OF DISTRICT COURT

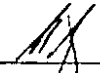
Signed this 21st day of August, 2020.

Required Signature for Florida Profit Corporation:


Signature of Director, Officer, or, if Directors or Officers have not been selected, an Incorporator:


Printed Name: Athittaya Souphanthavong Title: President & CEO

Required Signature(s) on behalf of Converting Florida partnerships, limited partnerships, and limited liability companies: [See below for required signature(s).]

Signature: 
Printed Name: Lamanh Souphanthavong Title: CEO

Signature: 
Printed Name: Athittaya Souphanthavong Title: Manager

Signature: 
Printed Name: Kimberly Inxisiengmay Title: Manager

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of **ALL** General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

| | |
|---|-------------------|
| Articles of Conversion: | \$35.00 |
| Fees for Florida Articles of Incorporation: | \$70.00 |
| Certified Copy: | \$8.75 (Optional) |
| Certificate of Status: | \$8.75 (Optional) |

**ARTICLES OF INCORPORATION
OF
FLORIDA ORIENTAL FARMS, INC.**

I, the undersigned, of full age, for the purpose of forming a corporation under and pursuant to the provisions of Chapter 607 and 621 of the Florida Statutes and laws amendatory thereof and supplementary thereto, do hereby for a body corporate and adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be: FLORIDA ORIENTAL FARMS, INC.

ARTICLE II

The principal office and mailing address of this corporation in Florida shall be:

17775 SW 272nd Street

Homestead, FL 33031

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SHELLY DAVIS, CLERK

ARTICLE III

The purpose of this corporation is to conduct a lawful "Professional Corporation" in which corporations may be incorporated in the State of Florida.

ARTICLE IV

4.1 The aggregate number of shares, which this corporation shall have the authority to issue, is One Hundred Thousand (100,000) Shares.

4.2 Unless otherwise established by the Board of Directors, all shares of this corporation shall be common shares entitled to vote and shall be of one class and one series having equal rights and preferences in all matters.

4.3 The Board of Directors shall have the power to issue more than one class or series of shares and to fix the relative rights and preferences of any such different classes or series.

4.4 The Board of Directors shall have the power to issue shares, without any new or additional consideration, in exchange for or in conversion of this corporation's outstanding shares, or issue shares pro rata to this corporation's shareholders or the shareholders of one or more classes or series, or to effectuate share dividends or splits, including revenue share splits.

4.5 All shares of this corporation shall be without par value, except such shares shall be deemed to have a par value of one dollar (\$1.00) per share solely for the purpose for a statute or regulation imposing a tax or fee based upon the capitalization of a corporation and a par value fixed by the Board of Directors for the purpose of a statute or regulation requiring the shares of a corporation to have a par value.

4.6 No shareholder of the Corporation shall have any preemptive rights.

4.7 No shareholder of the Corporation shall be entitled to any cumulative voting rights.

ARTICLE V

5.1 The business and affairs of this corporation shall be managed by or under the direction of a Board of Directors.

5.2 The Board of Directors shall initially consist of three members whose names and addresses are as follows:

| | | |
|-----------------------------------|-----------------------------------|-----------------------------------|
| Athittaya Souphanthavong | Lamanh Souphanthavong | Kimberly Insixiengmay |
| 17775 SW 272 nd Street | 17775 SW 272 nd Street | 17775 SW 272 nd Street |
| Homestead, FL 330301 | Homestead, FL 33031 | Homestead, FL 33031 |

Thereafter, the Board of Directors shall consist of the number of directors provided in the Bylaws of this corporation.

5.3 The Board of Directors may, from time to time, by the affirmative vote of a majority of its members present at a meeting, adopt, amend or repeal all or any of the Bylaws of this corporation subject to the power of the shareholders exercisable in the manner provided by law, to adopt, amend or repeal

Bylaws adopted, amended or repealed by the Board of Directors. After the adoption of the initial Bylaws, the Board of Directors shall not adopt, amend or repeal a Bylaw fixing a quorum for meetings of shareholders, prescribing procedures for removing directors or filling vacancies in the Board of Directors, or fixing the number of directors or their classifications, qualifications, or terms of office. The Board of Directors may adopt or amend a Bylaw to increase the number of directors.

5.4 Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by written action signed by the number of directors required to take the same action at a meeting of the Board of Directors at which all directors were present.

5.5 A Director shall not be liable to the Corporation or its shareholders for monetary damages or breach of fiduciary duty as a Director, except for liability (a) for any breach of the Director's duty of loyalty to the Corporation or its shareholders; (b) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of the law; (c) under Florida Statutes Section 607.0834 (relating to illegal distributions) or Section 517.301 (relating to violations of state securities laws); (d) for any transaction from which the Director derived an improper personal benefit; or (e) for any act or omission occurring prior to the date this Article becomes effective. The repeal or modification of this Article will not apply to any act or omission by a Director that occurs prior to the effective date of such repeal or modification.

ARTICLE VI

The name and address of the Registered Agent of this corporation in Florida shall be:

Athittaya Souphanthavong

17775 SW 272nd Street

Homestead, FL 33031

ARTICLE VII

The name and address of the Incorporator of this corporation is:

Athittaya Souphanthavong

17775 SW 272nd Street

Homestead, FL 33031

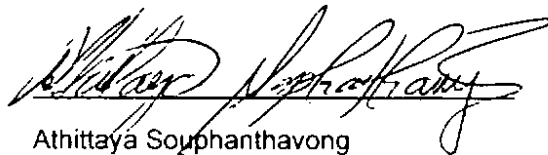
ARTICLE VIII

The Corporation shall indemnify its directors and officers in connection with any actual or threatened proceeding arising out of their service to the Corporation or to another organization at the Corporation's request. Persons who are not directors or officers of the Corporation may be similarly indemnified in respect of such service to the extent authorized at any time by the Board of Directors. Subject to the provisions of this Article, the Corporation shall indemnify its directors or officers of the Corporation in accordance with, and to the extent allowable under Florida Statutes §607.0850, as it may from time to time be amended.

ARTICLE IX

IN WITNESS WHEREOF, I have hereunto executed these Articles of Incorporation, this _____ day of August, 2020.

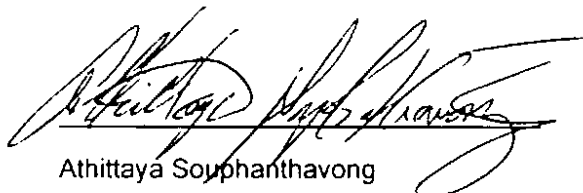
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Athittaya Souphanthavong

Registered Agent

I submit this document and affirm that the facts stated herein are true. I am aware that the 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.



Athittaya Souphanthavong

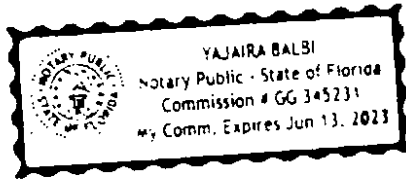
Incorporator

STATE OF FLORIDA)

)ss.

COUNTY OF MIAMI Dade

On this 21TH day of AUG., 2020, before me, a notary public within and for MIAMI Dade County, personally appeared Athittaya Souphanthavong, to me known to be the person named in and who executed the foregoing Articles of Incorporation, and he acknowledged that he executed the same as his free act and deed for the uses and purposes therein expressed.





Notary Public