

P22000009775

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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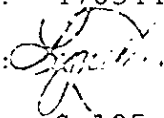


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2022 FEB 11 PM 3:56
SECRETARY OF REVENUE
TALLAHASSEE, FL

RECEIVED
2022 FEB 11 AM 11:40
TALLAHASSEE, FL

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 470544 4320744
AUTHORIZATION : 
COST LIMIT : \$ 105.00

ORDER DATE : February 11, 2022
ORDER TIME : 10:54 AM
ORDER NO. : 470544-005
CUSTOMER NO: 4320744

DOMESTIC AMENDMENT FILING

NAME: BINGHAMTON LIMITED

EFFECTIVE DATE:

ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION/CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Eyliena Baker -- EXT#

EXAMINER'S INITIALS: _____

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Binghamton 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:

Maureen Sansone

Contact Person

Loeb Block & Partners LLP

Firm/Company

505 Park Avenue, 8th Floor

Address

New York, New York 10022

City, State and Zip Code

msansone@loebblock.com

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

For further information concerning this matter, please call:

Maureen Sansone at (646) 717-8347

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 and Certificate of Status
- \$113.75 Filing Fees and Certified Copy
- \$122.50 Filing Fees, Certified Copy, and 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

FILED

2022 FEB 11 PM 3:56

SECRETARY OF STATE
TALLAHASSEE, FL

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:

Binghamton Limited

Enter Name of the Converting Entity

2. The converting entity is a Corporation
(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 the British Virgin Islands
(Enter state, or if a non-U.S. entity, the name of the country)

on October 27, 1998
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:**

Binghamton 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: _____.

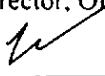
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

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.

Signed this 9th day of February, 2022.

Required Signature for Florida Profit Corporation:

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



Printed Name: David J. Leibman Title: Vice President

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

Signature: _____

Printed Name: David J. Leibman Title: Authorized Person

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

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
FOR RESULTING FLORIDA PROFIT CORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)**

FILED

2022 FEB 11 PM 3: 56

ARTICLE I NAME

The name of the corporation shall be: Binghamton Inc.

SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is:

Principal street address

Mailing address, if different is:

505 Park Avenue, 8th Floor

New York, New York 10022

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To engage in any or all lawful business for which corporations may be incorporated under the provision of the

Florida Statutes.

ARTICLE IV SHARES

The number of shares of stock is: 1,000

ARTICLE V OFFICERS AND/OR DIRECTORS

Name and Title: Massi Seinjet, Director and President

Name and Title: _____

Address: 505 Park Avenue, 8th Floor

Address: _____

New York, New York 10022

Name and Title: David Seinjet, Director and Secretary

Name and Title: _____

Address: 505 Park Avenue, 8th Floor

Address: _____

New York, New York 10022

Name and Title: David Leibman, Vice President

Name and Title: _____

Address: 505 Park Avenue, 8th Floor

Address: _____

New York, New York 10022

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box **NOT** acceptable) of the registered agent is:

Name: CORPORATION SERVICE COMPANY
Address: 1201 HAYS STREET
TALLAHASSEE, FL 32301-2525

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

Eylina Baker
Assistant Vice President

Required Signature/Registered Agent

02/11/2022

Date

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2022 FEB 11 PM 3:56
SEP 11 2022
TALLAHASSEE, FL