

P22000009775

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

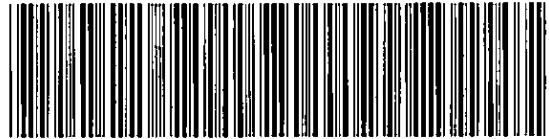
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

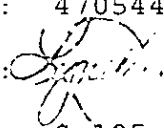


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2022 FEB 11 PM 3:56  
SECRET  
TALLAHASSEE, FL

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

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

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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:

- |   |   |   |  |
|---|---|---|--|
| <input type="checkbox"/> \$105.00 Filing Fees | <input type="checkbox"/> \$113.75 Filing Fees | <input type="checkbox"/> \$113.75 Filing Fees | <input type="checkbox"/> \$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

**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: \_\_\_\_\_.

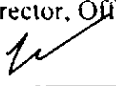
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

**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.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailing address is:

SECRETARY OF STATE  
TALLAHASSEE, FL

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



SECRETARY OF STATE  
TALLAHASSEE, FL

2022 FEB 11 PM 3:56

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