

L240000320719

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

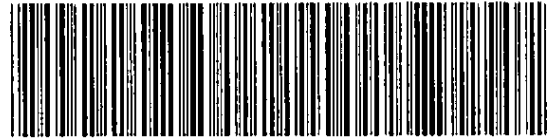
(Document Number)

Certified Copies _____

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TALLAHASSEE, FL

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TALLAHASSEE, FLORIDA

Sunshine State Corporate Compliance Company

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 07/19/2024

****WALK IN****

ENTITY NAME EthanFrancis, LLC

DOCUMENT NUMBER _____

****PLEASE FILE THE ATTACHED AND RETURN****

XXXXXXXXXX

Plain Copy

Certified Copy

Certificate of Status

****PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY****

Certified Copy of Arts & Amendments

Certificate of Good Standing

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****APOSTILLE' / NOTARIAL CERTIFICATION****

COUNTRY OF DESTINATION _____

NUMBER OF CERTIFICATES REQUESTED _____

TOTAL OWED \$150

ACCOUNT #: I20160000072

E R J

Please call Tina at the above number for any issues or concerns. Thank you so much!

**Articles of Conversion
for
"Other Business Entity"
into
Florida Limited Liability Company**

These Articles of Conversion and attached Articles of Organization are submitted to convert the following entity (the "**Other Business Entity**") into a Florida Limited Liability Company in accordance with Section 605.1045, Florida Statutes, as further described hereunder (the "**Conversion**").

1. The name of the **Other Business Entity** immediately prior to the filing of the Articles of Conversion is:

MorganBlake, LLC

2. The Other Business Entity is a limited liability company first organized under the laws of the State of Pennsylvania on October 29, 2019.

3. As of the effective date of these Articles of Conversion, the name of the Florida limited liability company as set forth in the attached Articles of Organization is:

EthanFrancis, LLC

4. The Conversion has been approved by the Other Business Entity in accordance with applicable laws of the State of Pennsylvania and by the members of the Other Business Entity.

5. The Conversion shall be effective as of August 1, 2024, at 12:01 a.m.

6. The Conversion has been approved in accordance with all applicable statutes.

7. The 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 605.1061-1072, F.S.

[signature page to follow]

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IN WITNESS WHEREOF, the undersigned have executed the Articles of Conversion
for the uses and purposes therein stated on July 19, 2024.

OTHER BUSINESS ENTITY:

MORGANBLAKE, LLC

By: Robert Kernan
Robert Kernan, Member

By: Michael Rosen
Michael Rosen, Member

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2024 JUL 19 AM 9:47

CLERK OF COURT
JULIA M. STONE, CLERK

Exhibit A

Articles of Organization

[see attached]

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CLERK OF COURT
CLERK'S OFFICE

**ARTICLES OF ORGANIZATION
OF
ETHANFRANCIS, LLC**

The undersigned hereby executes these Articles of Organization for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this limited liability company (the “**Company**”) shall be:

EthanFrancis, LLC

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and mailing address of the Company shall be:

2807 Baypointe Circle, Tampa, FL 33611

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 101 E. Kennedy Boulevard, Suite 2700, Tampa, FL 33602, and the initial registered agent of the Company at such office shall be TK Registered Agent, Inc. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Effective Date and Time

These Articles of Organization are to be effective August 1, 2024, at 12:01 a.m.

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2024 JUL 19 AM 11:01
TAMPA, FL
CLERK OF CIRCUIT COURT

ARTICLE V

Management

The Company shall be managed by one or more managers and is, therefore, a manager-managed limited liability company. The authority and duties of the Manager shall be as set forth in the Amended and Restated Operating Agreement of the Company (the "**Operating Agreement**"). and any successor or replacement managers shall be as set forth in the Operating Agreement of the Company.

ARTICLE VI

Initial Managers

The names and street addresses of the initial managers of the Company shall be:

Robert Kernan
Michael Rosen

2807 Baypointe Circle, Tampa, FL 33611
4 Windy Hollow Road New Hope, PA 18938

ARTICLE VII

Operating Agreement

The power to adopt the Operating Agreement of the Company, to alter, amend, or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Company shall be for the governance of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles of Organization or contrary to the laws of the State of Florida or of the United States.

ARTICLE VIII

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

2024 JUL 19 AM 11:47

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IN WITNESS WHEREOF, the undersigned, pursuant to Section 605.0201, Florida Statutes, has executed these Articles of Organization for the uses and purposes herein stated, on July 12, 2024

Robert Kernan

Robert Kernan, Authorized Representative

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2024 JUL 19 AM 9:47

CLERK OF DISTRICT COURT
CLERK OF DISTRICT COURT
CLERK OF DISTRICT COURT

ETHAN FRANCIS, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED July 18, 2024

TK Registered Agent, Inc.

By: Melodie M. Menzer
Melodie Menzer, Authorized Agent

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CLERK OF DISTRICT COURT
JACKSONVILLE, FL