

# STATE OF GEORGIA

## Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

### CERTIFICATE OF CONVERSION

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on **03/16/2021** converting

**TIEIG LLC**

a Domestic Limited Liability Company

to

**AMERIKAY TRADE INC**

a Domestic Profit Corporation

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on **03/18/2021**.



*Brad Raffensperger*

Brad Raffensperger  
Secretary of State

**CERTIFICATE OF CONVERSION  
OF  
TIEIG LLC  
(Georgia Limited Liability Company to Georgia Corporation)**

Pursuant to Section 14-2-1109.2 of the Georgia Business Corporation Code, TIEIG LLC, a Georgia limited liability company, hereby submits the following Certificate of Conversion:

1.

The name of the limited liability company is TIEIG LLC (the "Limited Liability Company"); the original date of organization was 6/25/2020 and the charter number of the Limited Liability Company is 20104508.

2.

The Limited Liability Company elects to become a corporation to be known as:

**AMERIKAY TRADE INC**

3.

The effective date and time of conversion shall be the date and time the within Certificate of Conversion is filed.

4.

The conversion has been approved by the Members of the Limited Liability Company in accordance with Section 14-2-1109.2(a) of the Georgia Business Corporation Code.

5.

Filed with this Certificate of Conversion are Articles of Incorporation in the form required by Section 14-2-202 of the Georgia Business Corporation Code, setting forth the name of the corporation that satisfies the requirements of Section 14-2-401 of the Georgia Business Corporation Code, that shall be the Articles of Incorporation of the Corporation unless and until modified in accordance with the Georgia Business Corporation Code.

6.

The manner and basis of converting the ownership interest in the Limited Liability Company into shares of the corporation formed pursuant to this election is set forth in Plan of Conversion of even date herewith.

IN WITNESS WHEREOF, the undersigned attorney-in-fact executes the within Certificate of Conversion this March 10, 2021.



LISA M. GABLE, Attorney-in-Fact for TIEIG LLC

Lisa M. Gable  
Robertson & Gable, LLC  
5875 Peachtree Industrial Blvd., Suite 170  
Peachtree Corners, GA 30092  
(770) 736-5182  
[info@rglegal.com](mailto:info@rglegal.com)

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**ARTICLES OF INCORPORATION  
OF  
AMERIKAY TRADE INC**

1.

The name of the corporation is:

AMERIKAY TRADE INC

2.

The corporation shall have authority to issue not more than 10,000 shares of stock.

3.

The Corporation is a statutory close corporation pursuant to O.C.G.A. §14-2-901, et seq.

4.

The holders of the shares of the Corporation's stock shall have preemptive rights to acquire on pro-rata basis by law any unissued shares of its stock which the Corporation intends to issue subsequently, said pro-rata rights to be based upon the individual holder's existing percentage of ownership at the time of the proposed issuance.

5.

The initial registered office of the corporation shall be at 7330 Lytham Trace, Cumming, Forsyth County, Georgia 30041. The initial registered agent of the corporation at such address shall be BURAK AYDIN.

6.

The mailing address of the initial principal office of the corporation is:

4437 Park Drive  
Suite A  
Norcross, GA 30093

7.

The name and the address of the incorporator is:

Lisa M. Gable  
Robertson & Gable, LLC  
5875 Peachtree Industrial Blvd., Suite 170  
Peachtree Corners, GA 30092

8.

No director shall be liable to the corporation or its shareholders for monetary damages for any action taken, or failure to take any action, as a director, except liability:

- a. For any appropriation, in violation of his or her duties, of any business opportunity of the corporation;
- b. For acts or omissions which involve intentional misconduct or a knowing violation of law;
- c. For the types of liabilities set forth in O.C.G.A. § 14-2-832; or
- d. For any transaction from which the director received an improper personal benefit,

provided, however, that the within article shall not eliminate or limit the liability of a director for any act or omission occurring prior to the date hereof.

9.

In discharging the duties of their respective positions and in determining what is believed to be in the best interests of the corporation, the board of directors, committees of the board of directors, and individual directors, in addition to considering the effects of any action on the corporation or its shareholders, may consider the interests of the employees, customers, suppliers, and creditors of the corporation and its subsidiaries, the communities in which offices or other establishments of the corporation and its subsidiaries are located, and all other factors such directors consider pertinent. It is provided, however, that the within article shall be deemed solely to grant discretionary authority to the directors and shall not be deemed to provide to any constituency any right to be considered.

IN WITNESS WHEREOF, the undersigned Incorporator executes these Articles of  
Incorporation.



LISA M. GABLE, Incorporator

Lisa M. Gable  
Robertson & Gable, LLC  
5875 Peachtree Industrial Blvd., Suite 170  
Peachtree Corners, GA 30092  
(770) 736-5182

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Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION

2 Martin Luther King Jr. Dr. SE
Suite 313 West Tower
Atlanta, Georgia 30334
(404) 656-2817
sos.ga.gov

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TRANSMITTAL INFORMATION FORM
GEORGIA CORPORATION

IMPORTANT: Please provide the entity's primary email address when completing this form.

Primary Email Address: burakayd@gmail.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

- 1. Corporation Type (check one only): [X] Profit [ ] Nonprofit [ ] Professional [ ] Benefit

Corporate Name Reservation Number (if one has been obtained; if articles are being filed without prior reservation, leave this line blank)

AMERIKAY TRADE INC

Corporate Name (List exactly as it appears in articles of incorporation.)

- 2. Lisa M. Gable, Attorney at Law

Name\* of Person Filing Articles of Incorporation (Certificate will be mailed to this person at email address listed below.)

5875 Peachtree Industrial Blvd., Suite 170

Peachtree Corners

GA

30092

Address

City

State

Zip Code

info@rglegal.com

Filer's Email Address

Telephone Number

- 3. Burak Aydin

Name\* of Registered Agent in Georgia

7330 Lytham Trace

Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address.)

Cumming

Forsyth

GA

30041

City

County

State

Zip Code

burakayd@gmail.com

Registered Agent's Email Address

- 4. Initial Annual Registration: A Georgia corporation incorporated between January 1 - October 1 must file its initial annual registration with the Secretary of State within 90 days after the day its articles of incorporation are filed with the Secretary of State; a Georgia corporation incorporated between October 2 - December 31 must file its initial annual registration with the Secretary of State between January 1 and April 1 of the year next succeeding the calendar year of its incorporation.

- 5. Mail the following items to the Secretary of State at the above address:

- (1) This Transmittal Information Form;
(2) The Articles of Incorporation; and
(3) Filing fee of \$110.00 (\$100 filing fee + \$10 paper filing service charge) payable to Secretary of State. Filing fees are non-refundable.

I certify that a Notice of Incorporation or Notice of Intent to Incorporate with a publication fee of \$40.00 has been or will be mailed or delivered to the official organ of the county where the initial registered office of the corporation is to be located. (The clerk of superior court can advise you of the official organ in a particular county.) I understand that this Transmittal Information Form is included as part of my filing, and the information on this form will be entered in the Secretary of State business entity database. I certify that the above information is true and correct to the best of my knowledge.

3/10/2021

Date

Signature of Authorized Person

Lisa M. Gable, Attorney At Law

Print Name\*

\* Enter individual's legal name, i.e. first and last name without use of initials or nicknames. Middle names or initials may be included.