

F21000001427

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

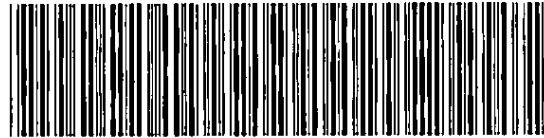
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer

Office Use Only



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12:26

527
3/16/21



115 N CALHOUN ST., STE. 4
TALLAHASSEE, FL 32301
P: 866.625.0838
F: 866.625.0839
COGENCYGLOBAL.COM

Account#: 120000000088

Date: 03/12/2021

Name: Marcel Ogbonna-Amu

Reference #: 1339794

Entity Name: NI FLORIDA, INC.

- Articles of Incorporation/Authorization to Transact Business
- Amendment
- Change of Agent
- Reinstatement
- Conversion
- Merger
- Dissolution/Withdrawal
- Fictitious Name
- Other _____

ANY ISSUES, CALL
MARCEL:

(518) 213 - 0826

Thank you!

Authorized Amount: \$78.75

Signature: Marcel Ogbonna-Amu

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Ni Florida, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Joseph Park

Name of Person

SouthWest Water Company

Firm/Company

1325 N. Grand Ave., Suite 100

Address

Covina, CA 91724

City/State and Zip code

Legal@swwc.com

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

For further information concerning this matter, please call:

Joseph Park

at (626) 543-2649

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

\$70.00 Filing Fee

\$78.75 Filing Fee &
Certificate of Status

\$78.75 Filing Fee &
Certified Copy

\$87.50 Filing Fee,
Certificate of Status &
Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Ni Florida, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DE 3. 90-0348898
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/16/2007 5.
(Date of incorporation) (Date of duration, if other than perpetual)

6. 3/12/2021
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1710 Woodcreek Farms Road, Elgin, SC 29045
(Principal office street address)

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: COGENCY GLOBAL INC.

Office Address: 115 North Calhoun Street, Suite 4

Tallahassee, Florida 32301
(City) (Zip code)

9. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Lawrence M. Home Assistant Secretary
(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

A. DIRECTORS

Chairman Name: Craig Sorensen
 Vice Chairman Address: _____
 Director 1710 Woodcreek Farms Road
 President Elgin, SC 29045
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: Robert MacLean
 Vice Chairman Address: _____
 Director 12535 Reed Road
 President Sugar Land, TX 77478
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

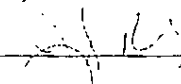
Chairman Name: Kirk Michael
 Vice Chairman Address: _____
 Director 12535 Reed Road
 President Sugar Land, Texas 77478
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: Joseph Park
 Vice Chairman Address: _____
 Director 1325 N. Grand Ave., Suite 100
 President Covina, CA 91724
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: _____
 Vice Chairman Address: _____
 Director _____
 President _____
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: _____
 Vice Chairman Address: _____
 Director _____
 President _____
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

12.  _____
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that 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.

13. Joseph Park, Secretary

(Typed or printed name and capacity of person signing application)

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NI FLORIDA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF MARCH, A.D. 2021.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NI FLORIDA, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF NOVEMBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



4459521 8300

SR# 20210855635

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202694368

Date: 03-10-21



NI FLORIDA, INC.
1710 Woodcreek Farms Rd.
Elgin, SC 29045

March 15, 2021

Division of Corporations
Florida Department of State
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Subject: Authorization and Consent to use the "Ni Florida" name

To Whom It May Concern:

On March 3, 2021, Ni Florida, LLC, a Delaware limited liability company, converted to a corporation pursuant to Section 265 of the Delaware General Corporation Law. In connection with the conversion, the entity changed its name to reflect the change in corporate form – from "Ni Florida, LLC" to "Ni Florida, Inc.". A true and correct copy of the Delaware Certificate of Conversion is attached.

Given the change in corporate form and name, on March 12, 2021, Ni Florida, LLC e-filed its Certificate of Withdrawal of Authority to Transact Business with the Florida Division of Corporations (Document Number M07000007038; tracking number 500361892695). The converted entity – Ni Florida, Inc. – is, or will be, filing its Application by Foreign Corporation for Authorization to Transact Business in Florida.

This letter will confirm that Ni Florida, LLC (now known as Ni Florida, Inc.) hereby authorizes and consents Ni Florida, Inc. to use the "Ni Florida" name in the state of Florida. Should you have any questions or require any additional information, please contact the undersigned at your convenience.

Very truly yours,

Joseph Park
Secretary & General Counsel
NI FLORIDA, INC. f/k/a Ni Florida, LLC
Email: jpark@swwc.com
Tel: (626) 543-2649

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:44 AM 03/03/2021
FILED 11:44 AM 03/03/2021
SR 20210779966 - File Number 4459521

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY TO A
CORPORATION PURSUANT TO SECTION 265 OF
THE DELAWARE GENERAL CORPORATION LAW

- 1.) The jurisdiction where the Limited Liability Company first formed is Delaware.
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware.
- 3.) The date the Limited Liability Company first formed is 11/16/2007.
- 4.) The name of the Limited Liability Company immediately prior to filing this Certificate is Ni Florida, LLC.
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is Ni Florida, Inc.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Limited Liability Company have executed this Certificate on the 2nd day of March, A.D. 2021.

By: 

Name: Joseph Park

Print or Type

Title: Secretary

Print or Type