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(Requestor's Name)

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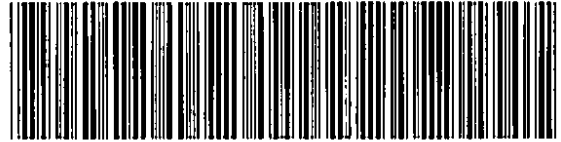
(Business Entity Name)

(Document Number)

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Ana M. Sanz, Paralegal  
786-594-4102  
[asanz@avilalaw.com](mailto:asanz@avilalaw.com)

April 19, 2021

**VIA FEDERAL EXPRESS**

Department of State  
Division of Corporations  
Conversion Section  
2415 N. Monroe Street  
Suite 810  
Tallahassee, FL 32303

*Re: Articles of Conversion and Articles of Incorporation  
Klockner of North American Inc.*

Dear Sir/Madam:

Attached please find Articles of Conversion and Articles of Incorporation to convert the Delaware corporation to a Florida corporation. The filed Delaware Certificate of Conversion is attached for reference.

We have also enclosed our check in the amount of \$113.75 (filing and certification fees) for processing of the documents.

Upon filing of the Articles of Conversion and Articles of Incorporation, please return a certified copy to me in the enclosed Federal Express return envelope.

Thank you for your assistance in this matter. Should you have any questions or comments, please feel free to let us know.

Very truly yours,

AVILA RODRIGUEZ HERNANDEZ  
MENA & GARRO LLP

  
Ana M. Sanz, Paralegal

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TALLAHASSEE, FLORIDA  
CLERK OF COURT

Avila Rodriguez Hernandez Mena & Garro LLP

Articles of Conversion  
For  
Converting Eligible Entity  
Into  
Florida Profit Corporation

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:

Klockner of North America Inc.

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 Delaware

(Enter state, or if a non-U.S. entity, the name of the country)

on January 28, 2008

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:

Klockner of North America 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.

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Signed this 23<sup>rd</sup> day of March, 2021.

**Required Signature for Florida Profit Corporation:**

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

Printed Name: Mercedes Roldan Chesa Title: President

**Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]**

Signature: \_\_\_\_\_

Printed Name: Mercedes Roldan Chesa Title: President

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:**

Certificate 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**  
**OF**  
**KLOCKNER OF NORTH AMERICA INC.**

The undersigned, acting as incorporator of KLOCKNER OF NORTH AMERICA INC., pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is: KLOCKNER OF NORTH AMERICA INC.

**ARTICLE II. ADDRESS**

The principal place of business of the corporation shall be:

175 SW 7th Street, Suite 1103/1104  
Miami, FL 33131

The mailing address of the corporation shall be:

175 SW 7th Street, Suite 1103/1104  
Miami, FL 33131

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized for the purposes of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$0.01 per share.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The name and the Florida street address of the registered agent are:

Interamerican Corporate Services LLC  
2525 Ponce de Leon Blvd., Suite 1225  
Coral Gables, Florida 33134

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## ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Patricia M. Hernandez  
2525 Ponce de Leon Blvd., Suite 1225  
Coral Gables, FL 33134

The incorporator of the corporation assigns to this corporation his or her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he or she assigns to those persons designated by the Board of Directors any rights he or she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

## ARTICLE VIII. BYLAWS

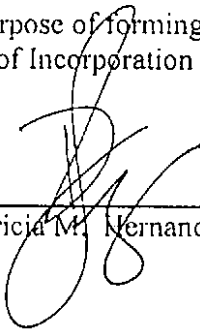
The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

## ARTICLE IX. DIRECTORS

The name and address of the initial Director is:

Mercedes Roldan Chesa  
175 SW 7th Street, Suite 1103/1104  
Miami, FL 33131

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation as of March 23, 2021.

  
\_\_\_\_\_  
Patricia M. Hernandez, Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That. Klockner of North America Inc. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 2525 Ponce de Leon Blvd., Suite 1225, Coral Gables, State of Florida, has named Interamerican Corporate Services LLC, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and that it is familiar with, and accepts, the obligations of that position.

Signed and dated this March 23, 2021.

Interamerican Corporate Services LLC

By: 

Patricia M. Hernandez, Manager

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