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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

(Document Number)

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09/05/24--01023--004 **35.00

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2024 SEP -5 AM 9:09

STATE OF FLORIDA
TALLAHASSEE, FL

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: Tom Lange Company International, Inc.

Name of Corporation

DOCUMENT NUMBER: F10000004902

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Heather Siddle Kinney

Name of Contact Person

Lange Companies, Inc.

Firm/Company

500 N. Broadway, Suite 1360

Address

Saint Louis, MO 63102

City/State and Zip Code

corplegal@lange-companies.com

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

For further information concerning this matter, please call:

Heather Siddle Kinney

at (314) 934-2818

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy

Mailing Address:

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

Street Address:

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

FILED
2024 SEP -5 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FL

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F10000004902

(Document number of corporation (if known))

1. Tom Lange Company International, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Illinois

(Incorporated under laws of)

3. 11/08/2010

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 9/1/2024

5. Lange Fresh Farms, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Missouri

(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

(Florida street address)

New Registered Office Address: _____, Florida _____

(City)

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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STATE OF FLORIDA
TALLAHASSEE, FL

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

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CLERK OF SUPERIOR COURT
STATE OF MICHIGAN

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

C. Greg Reinauer

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Greg Reinauer

(Typed or printed name of person signing)

CEO/PRESIDENT/DIRECTOR

(Title of person signing)

FILING FEE \$35.00

CERTIFICATE OF CONVERSION

This Certificate of Conversion is submitted for filing pursuant to Section 351.408 and related provisions of the General and Business Corporation Law of Missouri (the "GBCL"). Pursuant to those provisions, the undersigned certifies the following:

1. The name of the corporation immediately prior to filing this Certificate of Conversion is Tom Lange Company International, Inc. (the "Converting Entity").
2. The date of formation of the Converting Entity is March 13, 2008.
3. The original jurisdiction of formation of the Converting Entity is Illinois.
4. The name of the converted entity as identified in its articles of incorporation is Lange Fresh Farms, Inc. (NR# 000776873) and it will be a Missouri corporation. Tom Lange Company International, Inc., the Converting Entity, is currently registered as a foreign corporation in Missouri under Charter No. F01420922.
5. The conversion has been approved as required pursuant to Section 351.408 of the GBCL.
6. The Converting Entity hereby agrees that it may be served with process in the State of Missouri in any action, suit, or proceeding for enforcement of any obligation of the Converting Entity arising while it was a corporation of the State of Illinois or while the Converted Entity is a corporation of the State of Missouri, and hereby irrevocably appoints the Secretary of State of Missouri as its agent to accept service of process in any such action, suit, or proceeding.
7. The address to which the Missouri Secretary of State may mail a copy of the service of process is 500 N. Broadway, Suite 1360, Saint Louis, MO 63102.
8. This Certificate of Conversion shall be effective on September 1, 2024.

IN AFFIRMATION THEREOF, the facts stated above are true and correct:

(The undersigned understands that false statements made in this filing are subject to the penalties provided under § 575.040, RSMo.)

**TOM LANGE COMPANY
INTERNATIONAL, INC.**

By: Heather Siddle Kinney
Heather Siddle Kinney, Corporate Counsel
not in her individual capacity, but solely as an
authorized officer of the Company

Date: 08/01/2024

Name and address to return filed document:

Tom Lange Company, Inc.
Attn: Legal
500 N. Broadway, Suite 1360
Saint Louis, MO 63102
corplegal@tomlange.com





State of Missouri

John R. Ashcroft, Secretary of State

Corporations Division
PO Box 778 / 600 W. Main St., Rm. 322
Jefferson City, MO 65102

Articles of Incorporation

Article One

The name of the corporation is Lange Fresh Farms, Inc.

Article Two

The registered agent's name is CT Corporation System

The address, including street and number for the registered agent's office in the state of Missouri:
(PO Box may only be used in addition to a physical street address)

120 S Central Ave., Clayton, MO 63105

Street Address

City

State/Zip

Article Three

(Must complete 1 or 2)

1. If the aggregate number of shares in which the corporation shall have authority to issue DOES NOT exceed 30,000 shares or the par valued DOES NOT exceed \$30,000 please check this box: ☒

or

2. If the aggregate number of shares in which the corporation shall have authority to issue exceeds 30,000 shares or the par value exceeds \$30,000 dollars please indicate the number of shares of each class and the par value of each share. Also, indicate a statement of the preferences, qualifications, limitations, restrictions and the special or relative rights including convertible right, if any, in respect of the share of each class:

Article Four

The name and physical business or residence address of each incorporator:

Name	Address	City/State/Zip
Heather Siddle Kinney	500 N. Broadway, Suite 1360	Saint Louis, MO 63102

(Please see next page)

Name and address to return filed document:

Name: Legal

Address: corplegal@tomlange.com

City, State, and Zip Code: _____

Article Five

The number of years the corporation is to continue or perpetual: (Please select one)

☒ Perpetual (check box) or State number of years _____

Article Six

The corporation is formed for the following lawful purpose(s):

The transaction of any or all lawful business for which corporations may be incorporated under the The General and Business Corporation Law of Missouri.

Article Seven

☐ The number of directors to constitute the board of directors: _____ (optional)


The effective date of this document is the date it is filed by the Secretary of State of Missouri unless a future date is otherwise indicated:

September 1, 2024

(Date may not be more than 90 days after the filing date in this office)

In Affirmation thereof, the facts stated above are true and correct:

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

 Heather Siddle Kinney 07/26/2024

Signature of Incorporator(s)

Printed or Typed Name
Name of Incorporator(s)

Date of Signature

STATE OF MISSOURI



John R. Ashcroft
Secretary of State

CERTIFICATE OF CONVERSION

WHEREAS, a Certificate of Conversion of the following entity:

Tom Lange Company International, Inc. - F01420922

CONVERTING INTO:

LANGE FRESH FARMS, INC. - 001649427

Organized and existing under the laws of Missouri have been received, found to conform to Law and filed.

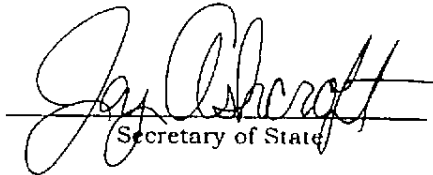
NOW, THEREFORE, I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, issue the Certificate of Conversion, certifying that the conversion of the aforementioned entity is effected, with

LANGE FRESH FARMS, INC. - 001649427

As the newly formed entity, pursuant to Chapter 351.408 RSMO.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 5th day of August, 2024.

Effective Date: September 01, 2024


Secretary of State



EOA 305

Illinois Secretary of State
Department of Business Services
STATEMENT OF DOMESTICATION

Secretary of State
Department of Business Services
501 S. Second St., Rm. 350
Springfield, IL 62756
217-782-6961
www.ilsos.gov

Remit payment in the form of a cashier's check, a certified check, a money order, or an Illinois attorney's or a CPA's check payable to Secretary of State.

FILED

AUG 26 2024

ALEXI GIANNOULIAS
SECRETARY OF STATE**New Entity File Number**

Filing Fee: \$100

Approved: mf

Submit in duplicate Type or print clearly in black ink Do not write above this line

Domesticating EntityCurrent File Number: 66020789

- Domesticating Entity Name: Tom Lange Company International, Inc.
- Current Entity Type: (select only one)
☒ For Profit Corporation
☐ Limited Liability Partnership
☐ Limited Liability Company
☐ Limited Partnership
☐ General Partnership
☐ Not For Profit
- Jurisdiction and Date of Incorporation/Organization: Illinois, March 13th, 2008
- The domestication is authorized by the law of the foreign entity's jurisdiction of organization.

New Entity

- Domesticated Entity Name: Lange Fresh Farms, Inc.
- Jurisdiction of Incorporation/Organization: Missouri
- The Domesticated Entity: (select only one)
☐ intends to transact business in Illinois ☒ will not be transacting business in Illinois (Please set forth address below.)
Address for Service of Process: 500 N. Broadway, Suite 1360
(P.O. Box alone is not acceptable) Saint Louis, MO 63102
- Effective Date of Domestication: If a future date is chosen, MUST be within 90 days of filing.
☐ Upon Filing ☒ Future Effective Date: September 1, 2024

The Domestication was approved in accordance with Section 305 of the Entity Omnibus Act.
The formation document and fee for the Domesticated Entity must be attached.

- The undersigned Entity has caused this statement to be signed by a duly authorized signer who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK**.

Dated August 26 2024
Month & Day Year
Heather Siddle Kinney
Any Authorized Signer's Signature
Heather Siddle Kinney, Corporate Counsel
Name and Title (type or print)

Tom Lange Company International, Inc.
Exact Name of Domesticating Entity