

F17000000414

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

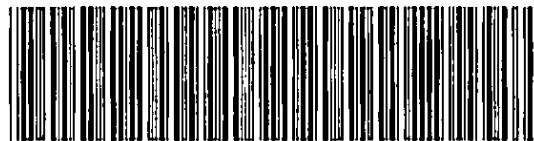
(Document Number)

Certified Copies _____ Certificates of Status _____

3/17/21

Special Instructions to Filing Officer:

Office Use Only



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01/25/21--01033--019 **35.00

S TALLENT

MAR 25 2021

2021 MAR 17 AM 11:07

Foreign
asset
Amount



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 10, 2021

JEFFREY M. LEPON
1865 BRICKELL AVENUE, A-1603
MIAMI, FL 33129-1645

SUBJECT: FHECOR NORTH AMERICA CORP.
Ref. Number: F17000000414.

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document is illegible and not acceptable for imaging.

FOR ITEM #2 ON THE FORM, IT MUST READ VIRGINIA IN LIEU OF TEXAS.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Susan Tallent
Regulatory Specialist II

Letter Number: 121A00005113

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2021 MAR 17 PM 5:32

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: Fhecor North America Corp.

Name of Corporation

DOCUMENT NUMBER: F17000000414

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jeffrey M. Lepon

Name of Contact Person

Firm/Company

1865 Brickell Avenue, A-1603

Address

Miami, FL 33129-1645

City/State and Zip Code

jml@leponlaw.com

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

For further information concerning this matter, please call:

Jeff Lepon

at (202) 285-3792

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

*Resending per
telephone call
on 3/10. -
Replaced page 1
Better copy of page 2
Return Texas
documents
"as is"*

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)

F17000000414

(Document number of corporation (if known))

1. Fhecor North America Corp.

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

2. Virginia

(Incorporated under laws of)

3. 01/25/2017

(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? _____

5. _____

(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.

Texas

(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

2021 MAR 17 AM 11:07

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

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.

A. Perez

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

Alejandro Perez Caldentey

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE \$35.00



Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

FHECOR North America Corp.
Filing Number: 803876571

Certificate of Conversion

December 22, 2020

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on January 08, 2021.



A handwritten signature in black ink, appearing to read "Ruth R. Hughes".

Ruth R. Hughes
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

DEC 22 2020

Corporations Section

**Certificate of Conversion
of an
Out-Of-State For-Profit Corporation
to a
Texas For-Profit Corporation**

Converting Entity Information

1. The converting entity is an out-of-state for-profit corporation.
2. The name of the converting entity is **Rhecor North America Corp.** (file number 802690884).
3. The jurisdiction of formation of the converting entity is Virginia.
4. The date of formation of the converting entity is September 11, 2013.

Converted Entity Information

5. The converting entity is converting to a Texas for-profit corporation.
6. The name of the converted entity is **Rhecor North America Corp.**

Plan of Conversion

7. A signed plan of conversion is on file at the principal place of business of the converting entity, which is 7029-K Haycock Road, Falls Church, VA 22043-2325.
8. A signed plan of conversion will be on file after the conversion at the principal place of business of the converted entity, which will be 2929 Allen Parkway, Suite 200, Houston, TX 77019.
9. A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

Approval of the Plan of Conversion

10. The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

Effectiveness of Filing

11. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is January 1, 2021.

RECEIVED

DEC 22 2020

Secretary of State

Tax Certificate

12. In lieu of providing a tax certificate from the comptroller of public accounts, the converted entity is liable for the payment of any franchise taxes.


Withdrawal of Registration as Foreign Corporation Transacting Business in Texas

13. The converting entity is registered to transact business in Texas as a foreign corporation with state file number 802890884. The registration will be automatically withdrawn upon conversion.

Date: December 22, 2020

Converting Entity

Fhecor North America Corp., a Virginia corporation



Alejandro Perez Caldentey, President

Form 201
(Revised 05/11)

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512-463-5555
FAX: 512/463-5709
Filing Fee: \$300



**Certificate of Formation
For-Profit Corporation**

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas

DEC 22 2020

Corporations Section

Article 1 - Entity Name and Type

The filing entity being formed is a for-profit corporation. The name of the entity is:

PHECOR North America Corp.

The name must contain the word "corporation," "company," "incorporated," "limited," or an abbreviation of one of these terms.

Article 2 - Registered Agent and Registered Office

(See instructions. Select and complete either A or B and complete C.)

☒ A. The initial registered agent is an organization (cannot be entity named above) by the name of:

InCorp Services Inc.

OR

☐ B. The initial registered agent is an individual resident of the state whose name is set forth below:

First Name	M.I.	Last Name	Suffix
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C. The business address of the registered agent and the registered office address is:

Street Address	City	State	Zip Code
815 Brazos St., Ste. 500	Austin	TX	78701

Article 3 - Directors

(A minimum of 1 director is required.)

The number of directors constituting the initial board of directors and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are as follows:

Director 1				
Alejandro		Perez-Caldentey		
First Name	M.I.	Last Name	Suffix	
2829 Allen Pkwy, Ste. 200		Houston	TX	77019
Street or Mailing Address	City	State	Zip Code	Country

Director 2				
First Name	M.I.	Last Name	Suffix	
Street or Mailing Address	City	State	Zip Code	Country

Director 3				
First Name	M.I.	Last Name	Suffix	
Street or Mailing Address	City	State	Zip Code	Country

Article 4 -- Authorized Shares

(Provide the number of shares in the space below, then select option A or option B, do not select both.)

The total number of shares the corporation is authorized to issue is: 2000

☒ A. The par value of each of the authorized shares is: \$1.00

OR

☐ B. The shares shall have no par value.

If the shares are to be divided into classes, you must set forth the designation of each class, the number of shares of each class, the par value (or statement of no par value), and the preferences, limitations, and relative rights of each class in the space provided for supplemental information on this form.

Article 5 -- Purpose

The purpose for which the corporation is formed is for the transaction of any and all lawful business for which a for-profit corporation may be organized under the Texas Business Organizations Code.

Supplemental Provisions/Information

Text Area (The attached addendum, if any, is incorporated herein by reference.)

The corporation is formed under a plan of conversion by an out-of-state, for profit corporation which was formed in Virginia on September 11, 2013.

The name of the converting entity is Rhecor North America Corp., 7029-K Haycock Road, Falls Church, Virginia 22043-2325.

Organizer

The name and address of the organizer:

Alejandro Perez Caldentey

Name

2929 Allen Pkwy, Ste. 200

Houston

TX

77019

Street or Mailing Address

City

State

Zip Code

Effectiveness of Filing (Select either A, B, or C)

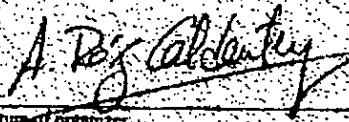
- A. ☐ This document becomes effective when the document is filed by the secretary of state.
- B. ☒ This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: January 1, 2021
- C. ☐ This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: December 22, 2020



Signature of organizer

Alejandro Perez Caldentey

Printed or typed name of organizer