

P17000027601

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

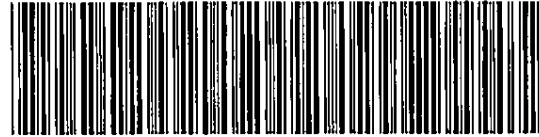
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 9, 2018

MARK ENGELEN
SPARC VENTURES, INC / RXLIVE INC
695 CENTRAL AVENUE STE 203
ST PETERSBURG, FL 33701

SUBJECT: SPARC VENTURES, INC.
Ref. Number: P17000029601

We have received your document for SPARC VENTURES, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

RXLIVE HAVE NOT REGISTERED, REJECTED FILING

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.

Shelia H Young
Regulatory Specialist II

Letter Number: 418A00014076

RECEIVED
18 JUL 19 PM 12:17
SECRETARY OF STATE
TALLAHASSEE FL

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Sparc Ventures, Inc
Name of Florida Profit Corporation

The enclosed Certificate of Conversion and fee(s) are submitted to convert a Florida Profit Corporation into an "Other Business Entity" in accordance with s. 607.1113, F.S.

Please return all correspondence concerning this matter to:

Mark Engelen

Contact Person

Sparc Ventures, Inc / Ralive, Inc

Firm/Company

675 Central Ave, Suite 203

Address

St Petersburg, FL 33701

City, State and Zip Code

mark@ralive.com

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

For further information concerning this matter, please call:

Mark Engelen

Name of Contact Person

at (919) 593 1196

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee
and Certificate of
Status



\$43.75 Filing Fee
and Certified Copy



\$52.50 Filing Fee,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

Certificate of Conversion
For
Florida Profit Corporation
Into
"Other Business Entity"

This Certificate of Conversion is submitted to convert the following **Florida Profit Corporation into an "Other Business Entity"** in accordance with s. 607.1113, Florida Statutes.

1. The name of the Florida Profit Corporation converting into the "Other Business Entity" is:

Sparc Ventures, Inc - P17000029601

Enter Name of Florida Profit Corporation

2. The name of the "Other Business Entity" is:

RxLive, Inc F18000003272

Enter Name of "Other Business Entity"

3. The "Other Business Entity" is a Corporation
(Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of Delaware
(Enter state, or if a non-U.S. entity, the name of the country)

4. The above referenced Florida Profit Corporation has converted into an "Other Business Entity" in compliance with Chapter 607, F.S., and the conversion complies with the applicable laws governing the "Other Business Entity."

5. The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, F.S.

6. If applicable, the written consent of each shareholder who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to s. 607.1112(6), F.S.

7. This conversion was effective under the laws governing the "Other Business Entity" on: March 30 2018

8. This conversion shall be effective in Florida on: March 30 2018.
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date of the conversion under the laws governing the "Other Business Entity.")

9. The "Other Business Entity's" principal office address, if any:

645 Central Ave, Suite 203

St Petersburg, FL, 33701

10. If the "Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Other Business Entity":

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida profit corporation, including any appraisal rights of shareholders of the converting Florida profit corporation under ss. 607.1301-607.1333, Florida Statutes.

b.) Lists the following street and mailing address of an office, which the Florida Department of State may use for purposes of s. 607.1114(4), Florida Statutes.

Street Address: 645 Central Ave, Suite 203

St Petersburg, FL, 33701

Mailing Address: 645 Central Ave, Suite 203

St Petersburg, FL, 33701

11. The "Other Business Entity" has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under ss.607-1301-607.1333, F.S.

Signed this 28th day of June 2018.

Signature: Mark Englen

(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: Mark Englen Title: CEO

Fees: Filing Fee: \$35.00
Certified Copy: \$8.75 (Optional)
Certificate of Status: \$8.75 (Optional)