

L16 000006533

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

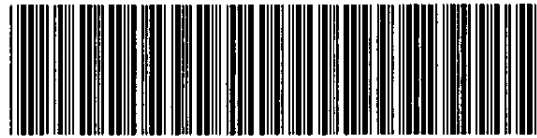
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE FLORIDA

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16 JAN -8 PM 4:55

Wolters Kluwer

2075 Centre Pointe Boulevard, Tallahassee, FL, 32308

850-205-8842

FLEXSOL HOLDINGS, LLC

Thank you!

☐ Profit

☐ Nonprofit

☐ Foreign

☐ Limited Partnership

☐ LLC

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Amendment

☐ Dissolution/Withdrawal

☐ Reinstatement

☐ Annual Report

☐ Name Registration

☐ Fictitious Name

☐ Photocopies

☐ Call If Problem

☐ Will Wait

☐ Merger

☐ Mark

☒ **Other**

Conversion

☐ UCC

☐ CUS

☒ Pick Up

Name

Availability _____

Document

Examiner _____

Updater _____

Verifier _____

W.P. Verifier _____

1/8/2016

ST

Order#:

9834545

Ref#: _____

Amount: \$ _____

ARTICLES OF CONVERSION
For
"OTHER BUSINESS ENTITY"
Into
FLORIDA LIMITED LIABILITY COMPANY

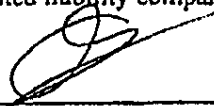
Pursuant to the provisions of Section 605.1045 of the Florida Revised Limited Liability Company Act (the "FL Act"), FLEXSOL HOLDINGS, LLC, a Delaware limited liability company (the "Company"), hereby delivers these ARTICLES OF CONVERSION and attached ARTICLES OF ORGANIZATION for the purpose of converting the Company from a Delaware limited liability company to a Florida limited liability company pursuant to the provisions Section 605.1041(3) of the FL Act and Section 18-216 of the Delaware Code.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is FLEXSOL HOLDINGS, LLC.
2. The "Other Business Entity" is a Delaware limited liability company, first formed under the laws of the State of Delaware on June 24, 2009.
3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is FLEXSOL HOLDINGS, LLC.
4. The conversion will be effective as of **January 1, 2016**, and filing these Articles of Conversion and Articles of Organization with the Florida Department of State.
5. The plan of conversion has been approved in accordance with all applicable statutes.

FLEXSOL HOLDINGS, LLC,
a Delaware limited liability company

By: 
Name: Alfred S. Teo, Sr.
Title: President
Date: 1/1/2016

FLEXSOL HOLDINGS, LLC,
a Florida limited liability company

By: 
Name: Andrew Teo
Title: Manager
Date: 1/1/2016

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

ARTICLES OF ORGANIZATION
OF
FLEXSOL HOLDINGS, LLC

The undersigned hereby organizes a limited liability company under the provisions of the Florida Revised Limited Liability Company Act, and pursuant to the following Articles of Organization:

ARTICLE 1

Name

The name of this limited liability company is:

Flexsol Holdings, LLC

(hereafter, the "Company").

ARTICLE 2

Effective Date

The Company shall have perpetual existence, commencing on the date that these Articles of Organization are filed with the Florida Department of State.

ARTICLE 3

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company is 1531 NW 12th Avenue, Pompano Beach, Florida 33069.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of the Company is 1531 NW 12th Avenue, Pompano Beach, Florida 33069, and the name of the initial registered agent of the Company at that address is Andrew Teo.

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TALLAHASSEE FLORIDA

ARTICLE 5

Management of the Company

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the initial managers are:

Alfred S. Teo, Sr.
1531 NW 12th Avenue
Pompano Beach, FL 33069

Andrew Teo
1531 NW 12th Avenue
Pompano Beach, FL 33069

ARTICLE 6

Indemnification

The Company shall indemnify its managers and members to the fullest extent authorized by law.

ARTICLE 7

Transfer Restrictions

The limited liability company membership interests of the Company shall be subject to the transfer restrictions set forth in the Company's Operating Agreement, a copy of which shall be maintained at the principal office of the Company.

IN WITNESS WHEREOF, the undersigned authorized representative of the members has executed these Articles of Organization this 1st day of January, 2016.



ALFRED S. TEO, SR.,
Authorized Representative

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE OF
FLEXSOL HOLDINGS, LLC**

Pursuant to the provisions of Section 605.0113 of the Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is: Flexsol Holdings, LLC.
2. The name and address of the registered agent and office is:

Andrew Teo
1531 NW 12th Avenue
Pompano Beach, FL 33069

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, Florida Statutes.

Dated this 1st day of January, 2016.



ANDREW TEO, Registered Agent

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FILED

ARTICLES OF CONVERSION
For
"OTHER BUSINESS ENTITY"
Into
FLORIDA LIMITED LIABILITY COMPANY TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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a Delaware limited liability company

By: 

Name: Alfred S. Teo, Sr.

Title: President

Date: 1/1/2016

FLEXSOL HOLDINGS, LLC,
a Florida limited liability company

By: 

Name: Andrew Teo

Title: Manager

Date: 1/1/2016

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Pompano Beach, FL 33069

Andrew Teo
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Pompano Beach, FL 33069

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ALFRED S. TEO, SR.,
Authorized Representative

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ANDREW TEO, Registered Agent