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(Requestor's Name)

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(City/State/Zip/Phone #)

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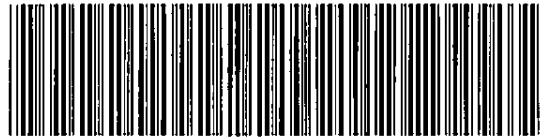
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700420009797

Conversion

12/19/23--01007--001 **30.00

FILED
2023 DEC 19 PM 12:50
CLERK OF COURT

A. RAMSEY

JAN 23 2024

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Fator Fasteners USA, LLC
Name of Florida Limited Liability Company

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company" into an "Other Business Entity" in accordance with s.605.1045, F.S.

Please return all correspondence concerning this matter to:

Rich Brown
Contact Person

Fator Fasteners
Firm/Company

14824 Tomball Parkway, Suite 190
Address

Houston Texas 77086
City, State and Zip Code

richbrown@fatorgroup.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mark H. Selz at (214) 549-5153
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee	☒ \$30.00 Filing Fee and Certificate of Status	☐ \$55.00 Filing Fee and Certified Copy	☐ \$60.00 Filing Fee, Certified Copy, and Certificate of Status
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Mailing Address:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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

CR2F106 (05/17)

850-245-6000

FILED

Articles of Conversion
For
Florida Limited Liability Company
Into
"Converted or Other Business Entity"

2023 DEC 19 PM 12 50

The Articles of Conversion is submitted to convert the following **Florida Limited Liability Company into an "Other Business Entity"** in accordance with s. 605.1045, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

Eator Fasteners USA, LLC

Enter Name of Florida Limited Liability Company

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

Eator Fasteners USA, LLC

Enter Name of "Converted or Other Business Entity"

3. The "Converted or Other Business Entity" is a limited liability company

(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of Texas

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

The formation document is attached (if applicable).

4. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 605, F.S.

5. This conversion shall be effective in Florida on: filing with Florida Dept of State

(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.")

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.

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

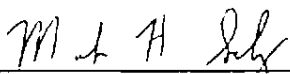
a.) Lists the following street and mailing address of an office the Florida Department of State may send and process served on the department pursuant to 605.0117 and Chapter 48.

Street Address: 14824 Tomball Parkway, Suite 190
Houston, Texas 77086

Mailing Address: 14824 Tomball Parkway, Suite 190
Houston, Texas 77086

7. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 14th day of December, 20 23

Signature: 
Must be signed by a Member or Authorized Representative

Printed Name: Mark H. Selz Title: Authorized Representative

Fees: Filing Fee: \$25.00
Certified Copy: \$30.00 (Optional)
Certificate of Status: \$5.00 (Optional)

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Jane Nelson
Secretary of State

Office of the Secretary of State

CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Fator Fasteners USA, LLC
File Number: [Entity not of Record, Filing Number Not Available]

Converting it to

Fator Fasteners USA, LLC
File Number: 805260651

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 09/20/2023

Effective: 09/20/2023



A handwritten signature in black ink that reads "Jane Nelson".

Jane Nelson
Secretary of State

CERTIFICATE OF CONVERSION

The undersigned converting entity adopts the following Certificate of Conversion for the purpose of effecting a conversion in accordance with the provisions of the Texas Business Organizations Code.

1. The name of the converting foreign for-profit limited liability company is: Fator Fasteners USA, LLC. The jurisdiction of formation of the limited liability company is the State of Florida and its date of formation is August 26, 2016.

2. Fator Fasteners USA, LLC is converting to a Texas limited liability company. The name of the limited liability company is: Fator Fasteners USA, LLC.

3. The limited liability company will be formed under the laws of the State of Texas.

4. A copy of the Plan of Conversion is attached to this Certificate.

5. The converted entity is a Texas limited liability company. The Certificate of Formation for Fator Fasteners USA, LLC is attached to this Certificate as an attachment to the Plan of Conversion.

6. The approval of the Plan of Conversion and the performance of its terms by Fator Fasteners USA, LLC were duly authorized by all actions required by the laws of the State of Florida and by the limited liability company's governing documents.

7. Fator Fasteners USA, LLC, the converted entity, is liable for the payment of all fees and franchise taxes and will be obligated to pay same if not timely paid.

8. This document becomes effective upon its filing with the Secretary of State of the State of Texas.

9. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Rich Brown

Fator Fasteners USA, LLC

By: Richard C. Brown

Title: Vice-President

Date: September 19, 2023

PLAN OF CONVERSION

The undersigned limited liability company adopts the following Plan of Conversion for the purpose of effecting a conversion in accordance with the provisions of the Texas Business Organizations Code.

1. The name of the converting entity is Fator Fasteners USA, LLC.
2. The name of the converted entity is Fator Fasteners USA, LLC.
3. The converting entity is continuing its existence in the organizational form of the converted entity.
4. The converted entity will be a limited liability company, organized under the laws of the State of Texas.
5. The manner and basis of converting the membership interests of the converting entity into membership interests of the converted entity is, effective with the filing of the Certificate of Conversion, each percentage of membership interest of the converting entity outstanding immediately prior to the filing of the Certificate of Conversion and all rights in respect thereof shall, without any action on the part of the holder thereof, be automatically converted into membership interests in the converted entity such that the holders of the membership interests will own an equal percentage of membership interests after the conversion.
6. Attached hereto is a copy of the converted entity's Certificate of Formation.
7. Fator Fasteners USA, LLC, the converted entity, will be liable for the payment of all fees and franchise taxes and will be obligated to pay same if not timely paid.

Rich Brown
Rich Brown, Web 11, 2023 15 WED 01

Fator Fasteners USA, LLC
By: Richard C. Brown
Title: Vice-President

Date: September 19, 2023

**CERTIFICATE OF FORMATION
OF
FATOR FASTENERS USA, LLC**

I, Richard C. Brown, a natural person of the age of 18 years or older, hereby adopt the following Certificate of Formation for a limited liability company under the Texas Business Organizations Code:

ARTICLE I.

The filing entity being formed is a Texas limited liability company. The name of the entity is: Fator Fasteners USA, LLC. The filing entity is being formed under a Plan of Conversion. The converting entity's name and address is: Fator Fasteners USA, LLC, 1990 Main Street, Suite 801, Sarasota, Florida 34236; its date of formation is August 26, 2016; its entity type is a limited liability company; and its jurisdiction of formation is the State of Florida.

ARTICLE II.

The purpose for which the limited liability company is organized is to transact any or all lawful business for which a limited liability company may be organized under the Texas Business Organizations Code.

ARTICLE III.

The limited liability company will have Managers, as that term is used in the Texas Business Organizations Code. The names and addresses of the initial Managers are:

Alejandro Garcia	14824 Tomball Parkway Suite 190 Houston, Texas 77086
Albino Garcia	14824 Tomball Parkway Suite 190 Houston, Texas 77086

ARTICLE IV.

The initial registered agent is an organization whose name is Registered Agents, Inc. The business address of the registered agent and the registered office address is 5900 Balcones Drive, Suite 100, Austin, Texas 78731. The initial mailing address of the limited liability company is 14824 Tomball Parkway, Suite 190, Houston, Texas 77086.

ARTICLE V.

Except as otherwise expressly provided by state law, no contract or other transaction between the limited liability company and any other entity shall be affected by the fact that one or more of the Members or Managers is interested in or is a director or officer of such other entity, and any Member or Manager may be a party to or may be interested in any contract or transaction of the limited liability company. No contract or transaction of the limited liability company with any person, firm or association shall be affected by the fact that any Member or Manager is a party to or interested in such contract or transaction, or in any way connected with such person, firm or association; provided that the interest in any such contract or transaction of any such Member or Manager shall be fully disclosed, that such contract or transaction involving such Member or Manager shall be fully disclosed, and that such contract or other transaction shall be authorized or ratified by the vote of a sufficient number of Members not so interested. In the absence of fraud, no Member or Manager having such adverse interest shall be liable to the limited liability company, to any other Member or Manager, to any creditor, or to any other person, firm or association for any loss incurred under or by reason of such contract or transaction, nor shall any such Member or Manager be accountable for any gains or profits realized thereon. In any case described in this Article, any such Member or Manager may be connected in determining the existence of a quorum

at any meeting of the Members or Managers which shall authorize or ratify any such contract or transaction.

ARTICLE VI.

Any action required by the Texas Business Organizations Code to be taken at any annual or special meeting of the Members or Managers, or any other action which may be taken at any annual or special meeting of the Members or Managers, may be taken without a meeting, without a quorum being present, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, is signed by the holder or holders of membership interests or Managers having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interests or Managers who would be entitled to vote on such action were present and voted.

ARTICLE VII.

To the fullest extent permitted by the Texas Business Organizations Code and except as otherwise may be provided in the Company Agreement, no Member or Manager shall be liable to the limited liability company or any other Member or Manager for monetary damages for an act or omission within such Member's or Manager's authority in managing the limited liability company, except that this Article does not eliminate or limit the liability of a Member or Manager to the extent the Member or Manager is found liable for: (i) a breach of the duty of loyalty to the limited liability company, the other Members, or the other Managers (ii) an act or omission not in good faith that constitutes a breach of duty to the limited liability company, (iii) an act or omission that involves intentional misconduct or a knowing violation of the law, (iv) a transaction from which the Member or Manager received an improper benefit, whether or not the benefit resulted from an action taken

within the scope of such Member's or Manager's authority, or (v) an act or omission for which the liability of a Member or Manager is expressly provided for by an applicable statute. Any repeal or amendment of this Article by the Members shall be prospective only and shall not adversely affect any limitation on the liability of a Member or Manager existing at the time of such repeal or amendment. In addition to the circumstances in which a Member or Manager is not liable as set forth in this Article, the Member or Manager shall not be liable to the fullest extent permitted by any provision of the statutes of Texas hereafter enacted that further limits the liability of a member or manager of a limited liability company. The foregoing elimination of liability for monetary damages shall not be deemed exclusive of any other rights or limitations of liability or indemnity to which a Member or Manager may be entitled.

ARTICLE VIII.

The name and address of the Organizer of the limited liability company is Richard C. Brown, 14824 Tomball Parkway, Suite 190, Houston, Texas 77086.

ARTICLE IX.

This document becomes effective upon its filing by the Secretary of State of Texas.

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned has executed this Certificate of Formation 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 this Certificate of Formation.

Rich Brown
Rich Brown (Sep 19, 2023 15:39 EDT)
Richard C. Brown, Organizer
Date: Sep 19, 2023