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(Requestor's Name)

(Address)

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(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

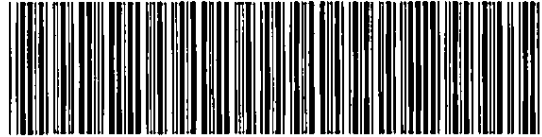
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TALLAHASSEE

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File No. 13443-001

July 25, 2018

Department of State
Division of Corporations
New Filing Section
P.O. Box 6327
Tallahassee, Florida 32314

18 JUL 30 PM 5:21
SECTION 1
TALLAHASSEE, FL

Re: Articles of Conversion and Articles of Organization - J&K Products, LLC, a Maryland limited liability company to K&J Products, LLC, a Florida limited liability company

Dear Sir or Madam:

Please find enclosed the Articles of Conversion for J&K Products, LLC, a Maryland limited liability company and Articles of Organization for K&J Products, LLC, a Florida limited liability company, along with our firm's check in the amount of \$185.00 to cover the cost associated with this conversion. Also enclosed please find a self-addressed, stamped envelope for return of documents. Thank you for your assistance in this matter.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

GOLDMAN, TISEO & STURGES, P.A.

By:



Ernest W. Sturges, Jr., Esq.

EWS/kam

F:\Ernie J&K Products, LLC Division Of Corporations 07-26-18 Docs

Enclosures

PERSONAL INJURY ♦ WRONGFUL DEATH ♦ CRIMINAL DEFENSE ♦ MEDIATION
CIVIL LITIGATION ♦ REAL ESTATE LITIGATION ♦ COMMERCIAL LITIGATION
CONDOMINIUM & COMMUNITY ASSOCIATION LAW ♦ REAL ESTATE LAW ♦ BUSINESS / CORPORATE LAW

ARTICLES OF CONVERSION
OF
J&K PRODUCTS, LLC
INTO
K&J PRODUCTS, LLC

THESE ARTICLES OF CONVERSION are made as of this 13th day of July, 2018, by and between J&K Products, LLC and K&J Products, LLC.

EXPLANATORY STATEMENT

J&K Products, LLC (the "Maryland LLC") was formed as a limited liability company under Maryland law.

The Maryland LLC desires to convert to a Florida limited liability company pursuant to Section 4A-1101(b) of the Maryland Limited Liability Company Act (the "Act").

NOW THEREFORE, the undersigned, being authorized to execute and file these Articles of Conversion, hereby certifies to the Maryland State Department of Assessments and Taxation (SDAT) as follows:

FIRST: The name of the Maryland LLC is "J&K Products, LLC."

SECOND: The Maryland LLC was formed as a Maryland limited liability company on January 28, 2016 by the filing of Articles of Organization with SDAT.

THIRD: The name of the Florida limited liability company into which the Maryland LLC shall convert shall be "K&J Products, LLC" (the "Florida LLC").

FOURTH: The terms and conditions of the conversion were advised, authorized, and approved by the Maryland LLC by the unanimous written consent of its Members as set forth in Subtitle 11 of the Act.

FIFTH: The manner and basis for converting the outstanding Membership Interests in the Maryland LLC into Membership Interests in the Florida LLC are as follows:

Each one percent (1%) Membership Interest in the Maryland LLC as it exists immediately prior to the conversion will become a one percent (1%) Membership Interest in the Florida LLC on the effective date of the conversion.

SIXTH: The conversion will be effective on August 1, 2018, which is a date within thirty (30) days of the filing of these Articles of Conversion with SDAT.

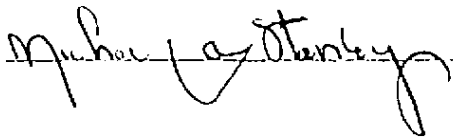
SEVENTH: The principal office of the Florida LLC in the State of Florida is 24033 Madaca Lane, Unit 204, Port Charlotte, Florida 33954.

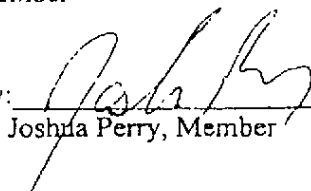
EIGHTH: The name and address of the resident agent in the State of Maryland are Michael A. Stanley, Esquire, 7 Saint Paul Street, 18th Floor, Baltimore, Maryland 21202.

IN WITNESS WHEREOF, the undersigned acknowledges that these Articles of Conversion are the act of the Maryland LLC and the Florida LLC and that he has executed these Articles of Conversion on behalf of the Maryland LLC and the Florida LLC under seal as of the day and year first above written and further acknowledges, under penalties of perjury, that to the best of his knowledge, information, and belief (i) he has been authorized to execute these Articles of Conversion, and (ii) the matters and facts set forth herein are true in all material respects.

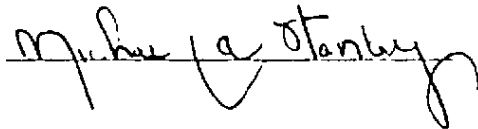
WITNESS/ATEST:

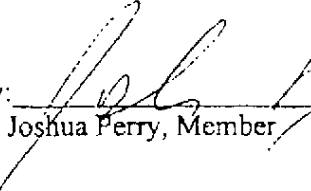
J&K PRODUCTS, LLC, by Joshua Perry,
Member



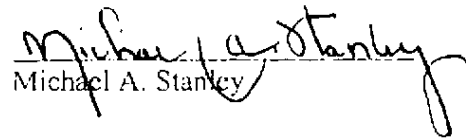
By:  (SEAL)
Joshua Perry, Member

K&J PRODUCTS, LLC, by Joshua Perry,
Member



By:  (SEAL)
Joshua Perry, Member

I hereby consent to my designation as the Resident Agent for the above-named limited liability company in the State of Maryland.


Michael A. Stanley

Please Return To:

Michael A. Stanley, Esquire
Wright, Constable & Skeen, L.L.P.
7 Saint Paul Street, 18th Floor
Baltimore, Maryland 21202

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**ARTICLES OF ORGANIZATION OF
K&J PRODUCTS, LLC,
a Florida Limited Liability Company**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I – NAME

The name of the Limited Liability Company is: K&J PRODUCTS, LLC.

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 24033 Madaca Lane, #204, Port Charlotte, FL 33954.

ARTICLE III – REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the initial registered agent are:

Ernest W. Sturges, Jr.
701 JC Center Court, Suite 3
Port Charlotte, FL 33954

ARTICLE IV – MANAGERS

The name and address of each person authorized to manage and control the Limited Liability Company:

<u>Title</u>	<u>Name and Address</u>
Manager	Joshua Perry 24033 Madaca Lane, #204 Port Charlotte, FL 33954
Manager	Karl R. Selle 24033 Madaca Lane, #204 Port Charlotte, FL 33954

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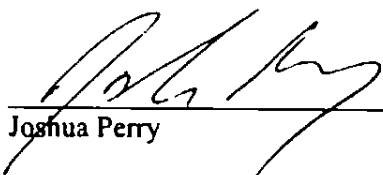
ARTICLE V – LIMITATION ON AGENCY AUTHORITY OF MEMBERS


Notwithstanding Section 605.04074(1)(a) of the Florida Revised Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

ARTICLE VI – OPERATING AGREEMENT

Any Operating Agreement (as defined in Section 605.0102(45) of the Revised Act, relating to this Limited Liability Company must be in writing and signed by all of the members.

IN WITNESS WHEREOF, I have signed these Articles of Organization as a member and acknowledge them to be my act this 12 day of July, 2018.



Joshua Perry

Karl R. Selle

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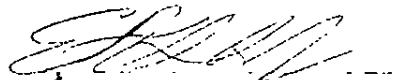
ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
K&J PRODUCTS, LLC

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. I am familiar with and accept the obligations of my position as registered agent under Chapter 605, Florida Statutes.

(In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, F.S.)

REGISTERED AGENT:

Ernest W. Sturges, Jr., Esq.
Goldman, Tiseo & Sturges, P.A.
701 JC Center Court, Suite 3
Port Charlotte, Florida 33954


Ernest W. Sturges, Jr.

Dated: 08-07-2018

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St. Clair County
TALLAHASSEE