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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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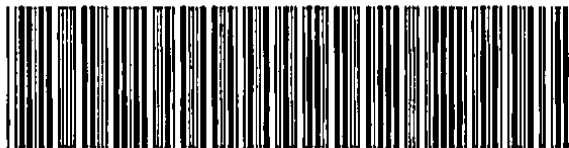
(Business Entity Name)

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MARTIN & FAMILY DELIVERY LLC

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:

Jessica Cothorn
Law 4 Small Business, P.C.
320 Gold Ave. SW, Ste. 620
Albuquerque, NM 87102
FILINGS@L4SB.com
(505) 715-5700

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

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The Articles of Conversion are 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: MARTIN & FAMILY DELIVERY LLC.
2. The name of the "Converted or Other Business Entity" is: MARTIN & FAMILY DELIVERY LLC, a Wisconsin limited liability company.
3. The "Converted or Other Business Entity" is a limited liability company organized, formed or incorporated under the laws of Wisconsin.
4. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 605.1041 – 605.1046, F.S.
5. This conversion shall be effective in Florida upon filing by the Florida Department of State.
6. The "Converted or Other Business Entity" is an out-of-state entity not registered to transact business in Florida. As such, the "Converted or Other Business Entity" 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 s. 605.0117 and Chapter 48.

Street Address: 2800 E. Enterprise Ave STE 333, Appleton, WI 54913

Mailing Address: 2800 E. Enterprise Ave STE 333, Appleton, WI 54913

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 4th day of November, 2020.



Laurence S. Donahue, Authorized Representative
for MARTIN & FAMILY DELIVERY LLC

UNANIMOUS AGREEMENT OF MEMBERS
OF SPECIAL MEETING OF THE MEMBERS OF
MARTIN & FAMILY DELIVERY LLC

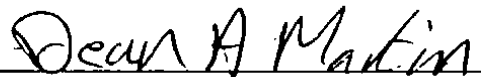
THIS NOVEMBER 4th, 2020

The undersigned, being all of the Members of MARTIN & FAMILY DELIVERY LLC , a Florida limited liability company (the "**Company**"), hereby consent and agree that the following action was taken by the Members of the Company, effective November 4, 2020:

1. Notice of the time, place and purpose of the meeting of the Special Meeting is waived.
2. Be it resolved the Members of the Company have voted to adopt the proposed Plan of Conversion attached hereto.
3. The Plan of Conversion bearing the date of this Agreement whereby MARTIN & FAMILY DELIVERY LLC, a Florida limited liability company, will domesticate and continue its existence as MARTIN & FAMILY DELIVERY LLC, a Wisconsin limited liability, is hereby unanimously ratified and approved.

Effective: November 4, 2020.

Dean Abraham Martin



By: Dean Abraham Martin, Sole-Member of
MARTIN & FAMILY DELIVERY LLC

PLAN OF CONVERSION

This Plan of Conversion is hereby adopted this 4th day of November, 2020, by Dean Abraham Martin, (the "**Sole Member**"), the sole member of MARTIN & FAMILY DELIVERY LLC, a Florida limited liability company (the "**Company**").

RECITALS

A. The Company was formed under the name MARTIN & FAMILY DELIVERY LLC, on June 27, 2019. Dean Abraham Martin is the sole member of the Company.

B. A conversion of a Florida limited liability company into a Wisconsin limited liability company may be made under Fla. Stat. § 605.1041 and Wis. Stat. § 183.1207.

C. THE SOLE MEMBER has determined it is in the best interest of the Company to be converted into a Wisconsin limited liability company to be known as MARTIN & FAMILY DELIVERY LLC (the "**MARTIN & FAMILY DELIVERY LLC**"), and, in furtherance thereof, to transfer all of the assets and liabilities of the Company to MARTIN & FAMILY DELIVERY LLC.

D. THE SOLE MEMBER has approved the conversion of the Company into a Wisconsin limited liability company (the "**Conversion**") pursuant to the terms of this Plan of Conversion.

NOW, THEREFORE, the Company does hereby adopt this Plan of Conversion to effectuate the Conversion as follows:

1. **Conversion of Company to a Wisconsin Limited Liability Company.** The undersigned Member of the Company hereby agrees to convert the Company to a Wisconsin limited liability company to be known as MARTIN & FAMILY DELIVERY LLC, and to perform such acts and execute such documents as may be necessary and/or convenient to affect the Conversion. The Sole Member intends the Company to continue its existence as a Wisconsin limited liability company after its conversion to MARTIN & FAMILY DELIVERY LLC.

2. **Conversion of Membership Interests in Company.** Pursuant to the Conversion, the Sole Member's interest in the Company shall be converted in its entirety to an equal portion of membership interest in MARTIN & FAMILY DELIVERY LLC as set forth on Schedule I.

3. **Assignment and Assumption of Assets and Liabilities.** Effective as of the date hereof, the following assets and liabilities shall be transferred from the Company and assigned to MARTIN & FAMILY DELIVERY LLC: (a) all real property directly or indirectly owned; (b) all of the other assets of the Company; (c) all liabilities and obligations.

4. **Business of Company.** The business of the Company shall continue to be carried on after the Conversion, by MARTIN & FAMILY DELIVERY LLC in accordance with the provisions of the limited liability law of the State of Wisconsin, and the Operating Agreement of

MARTIN & FAMILY DELIVERY LLC. The Company is subject to any contractual rights, after conversion is approved, and at any time before the articles of conversion are delivered to the secretary of state for filing.

5. **Amendment or Abandonment of Conversion.** The Company may amend the plan or abandon the conversion at any time before the articles of conversion are delivered to the secretary of state for filing.

IN WITNESS WHEREOF, the undersigned Authorized Representative, on the Member's behalf and on behalf of the Company, has executed this Agreement as of the date first set forth above.

MARTIN & FAMILY DELIVERY LLC

Dean A Martin

By: Dean Abraham Martin, Sole-Member of
MARTIN & FAMILY DELIVERY LLC

SCHEDULE I – MEMBERSHIP INTERESTS

Member Name	Current Membership Interest in the Company	Membership Interest in MARTIN & FAMILY DELIVERY LLC
Dean Abraham Martin	100%	100%