

L19000193193

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

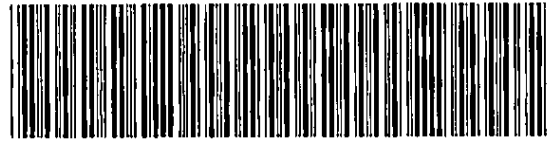
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200438282092

FILED  
2024 OCT 24 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

RECEIVED  
2024 OCT 24 PM 2:15  
TALLAHASSEE, FL 32399

**Sunshine State Corporate Compliance Company**

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 10/24/2024

**\*\*WALK IN\*\***

ENTITY NAME Support a Troop LLC

DOCUMENT NUMBER \_\_\_\_\_

**\*\*PLEASE FILE THE ATTACHED AND RETURN\*\***

XXXXXXXXXX

*Plain Copy*

*Certified Copy*

*Certificate of Status*

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY\*\***

*Certified Copy of Arts & Amendments*

*Certificate of Good Standing*

**\*\*APOSTILLE / NOTARIAL CERTIFICATION\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL OWED \$25

ACCOUNT #: I20160000072

*E R J*

*Please call Tina at the above number for any issues or concerns. Thank you so much!*

**ARTICLES OF CONVERSION**  
**FOR**  
**FLORIDA LIMITED LIABILITY COMPANY**  
**INTO**  
**NON-FLORIDA BUSINESS ENTITY**

October 24, 2024

These Articles of Conversion are submitted to convert Support a Troop LLC, a Florida limited liability company (the “**Converting Company**”), into Support a Troop Inc., a Delaware corporation (the “**Surviving Corporation**”), in accordance with Fla. Stat. § 605.1045.

1. The name of the Converting Company immediately prior to the conversion is Support a Troop LLC, a Florida limited liability company.

2. The name of the Surviving Corporation upon the conversion is Support a Troop Inc., a Delaware corporation.

3. The Surviving Corporation is a corporation formed under the laws of the State of Delaware as of the date of filing of the Certificate of Conversion and Certificate of Incorporation with the Secretary of State of the State of Delaware. The Certificate of Incorporation of the Surviving Corporation filed with the Secretary of State of the State of Delaware is attached hereto as Exhibit A.

4. The Plan of Conversion for the conversion was approved by the Converting Company in accordance with Fla. Stat. §§ 605.1041 through 605.1046.

5. The conversion shall be effective in Florida on upon filing.

6. The street and mailing address of the Surviving Corporation at which the Florida Department of State may send any process served on the Florida Department of State pursuant to Fla. Stat. § 605.0117 and Chapter 48, Florida Statutes, is 223 Kikaweo St unit 101 Wahiawa Hi, 96786.

7. To the extent that any stockholder(s) or member(s) of the Converting Company or the Surviving Corporation have appraisal rights entitling such stockholder(s) or member(s) to a payment under Fla. Stat. §§ 605.1006 and 605.1061 through 605.1072, the Surviving Corporation shall make such payment.

*[Remainder of Page Left Blank – Signature Page Follows]*

FILED  
2024 OCT 24 AM 10:00  
SECRETARY OF STATE  
FLORIDA

IN WITNESS WHEREOF, the undersigned have executed these Articles of Conversion of Support a Troop LLC, as of the date first written above.

**CONVERTING COMPANY:**

SUPPORT A TROOP LLC, a Florida limited liability company

By:  \_\_\_\_\_  
DocuSigned by:  
145AAFF7C97F423  
Name: Brandon Dutkiewicz  
Title: Member

**SURVIVING CORPORATION:**

SUPPORT A TROOP INC., a Delaware corporation

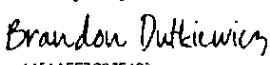
By:  \_\_\_\_\_  
DocuSigned by:  
145AAFF7C97F423  
Name: Brandon Dutkiewicz  
Title: Director

Exhibit A

Certificate of Incorporation of Surviving Corporation

See attached.

**CERTIFICATE OF INCORPORATION**  
**OF**  
**SUPPORT A TROOP INC.**

The undersigned, for purposes of incorporating and organizing a corporation under the General Corporation Law of the State of Delaware (the "Act"), does hereby certify as follows:

**ARTICLE I**  
**NAME OF THE CORPORATION**

The name of the corporation (hereinafter referred to as the "**Corporation**") is Support a Troop Inc.

**ARTICLE II**  
**REGISTERED OFFICE AND AGENT**

The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The name of its registered agent at such address is National Registered Agents, Inc.

**ARTICLE III**  
**PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be incorporated and organized under the Act.

**ARTICLE IV**  
**CAPITAL STOCK**

The Corporation is authorized to issue one class of capital stock designated as "Common Stock". The total number of shares of Common Stock which the Corporation is authorized to issue is One Thousand (1,000) shares, par value \$0.01 per share. The holders of Common Stock shall be entitled to one vote per share for all matters voted upon by the stockholders of the Corporation.

**ARTICLE V**  
**AUTHORITY OF BOARD OF DIRECTORS WITH RESPECT TO BYLAWS**

The board of directors of the Corporation (the "**Board of Directors**") is authorized to adopt, amend or repeal the bylaws of the Corporation in the manner provided from time to time therein.

ARTICLE VI  
LIABILITY OF DIRECTORS

No director of the Corporation shall be personally liable to the Corporation or any of its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Act, or (iv) for any transaction from which the director derived an improper personal benefit. If the Act is amended after the filing of this Certificate of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Act, as so amended. Any repeal or modification of this Article by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE VII  
INCORPORATOR

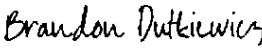
The name and mailing address of the incorporator of the Corporation is Brandon Dutkiewicz, 223 Kikawco St, Unit 101, Wahiawa, HI 96786.

ARTICLE VIII  
INDEMNIFICATION

Directors and officers of the Corporation will be indemnified by the Corporation as of right to the fullest extent now or hereafter permitted by the laws of the State of Delaware in connection with any actual or threatened civil, criminal, administrative or investigative action, suit or proceeding (whether brought by or in the name of the Corporation or otherwise) arising out of their service to the Corporation or to another organization at the request of the Corporation.

Persons who are not directors or officers of the Corporation may be similarly indemnified in respect of such service to the extent authorized at any time by the Board of Directors. The Corporation may purchase and maintain insurance to protect itself and any such director, officer or other person against any liability asserted against any such person whether or not the Corporation has the power to indemnify such person against such liability. The provisions of this Article are applicable to actions, suits or proceedings commenced after the adoption of this Article, whether arising from acts or omissions occurring before or after the adoption of this Article, and to directors, officers and other persons who have ceased to render such service, and will inure to the benefit of the heirs and legal representatives of the directors, officers and other persons referred to in this Article.

IN WITNESS WHEREOF, the undersigned hereby executes this Certificate of Incorporation on October 24, 2024.

DocuSigned by:  
  
146AAFE7C07F493  
Brandon Dutkiewicz, Incorporator