

L20000059918

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

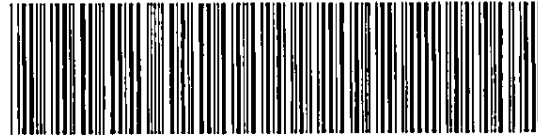
(Document Number)

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TALLAHASSEE, FL

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FEB 21 2020

**FLORIDA FILING & SEARCH SERVICES, INC.**

**P.O. BOX 10662 TALLAHASSEE, FL 32302**

**155 Office Plaza Dr Ste A Tallahassee FL 32301**

**PHONE: (800) 435-9371; FAX: (866) 860-8395**

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**DATE: 2/21/20**

**NAME: VERTICAL EDGE CONSULTING GROUP INC.**

**TYPE OF FILING: CONVERSION**

**COST: 155.00**

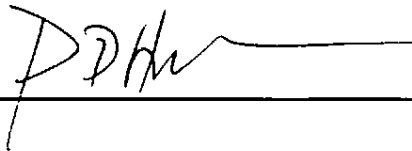
**RETURN: PLANI COPY AND GOOD STANDING PLEASE**

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**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 24, 2020

FLORIDA FILING & SEARCH SERVICES INC

SUBJECT: VERTICAL EDGE CONSULTING GROUP, LLC  
Ref. Number: W20000019196

We have received your document for VERTICAL EDGE CONSULTING GROUP, LLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Certificate of Conversion must state the effective date of the conversion. The effective date cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date of the conversion under the laws governing the other business entity.

Document was received on 02/21/20.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Neysa Culligan  
Regulatory Specialist II

Letter Number: 620A00004002

Please keep original file date

Thank you!

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SECRETARY OF STATE  
TALLAHASSEE, FL

**ARTICLES OF CONVERSION  
For  
CORPORATION  
Into  
FLORIDA LIMITED LIABILITY COMPANY**

The Articles of Conversion and attached Articles of Organization are submitted to convert the following Florida corporation (the "Corporation") into a Florida limited liability company (the "Florida Limited Liability Company"), in accordance with Section 605.1045, Florida Statutes.

1. The name of the Corporation immediately prior to the filing of the Articles of Conversion is: VERTICAL EDGE CONSULTING GROUP INC., a Florida corporation duly organized and existing under the laws of the State of Florida.

2. The Articles of Incorporation of the Corporation were duly filed with the Florida Secretary of State on October 11, 2010. The Florida document number for the Corporation is P10000082977.

3. The name of the Florida Limited Liability Company, as set forth in the Articles of Organization attached hereto as Exhibit A, is: VERTICAL EDGE CONSULTING GROUP, LLC, a Florida limited liability company.

4. This conversion shall be effective as of the 21st day of February, 2020.

5. The Plan of Conversion has been approved in accordance with all applicable statutes.

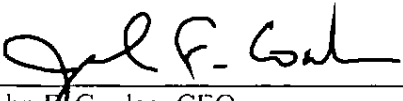
6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, Florida Statutes.

(SIGNATURES ON FOLLOWING PAGE)

Signed on this 17 day of February, 2020.

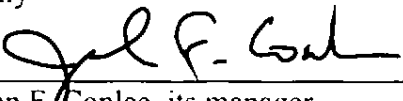
**CORPORATION**

VERTICAL EDGE CONSULTING GROUP  
INC., a Florida corporation

By:   
John F. Conlee, CEO

**FLORIDA LIMITED LIABILITY  
COMPANY**

VERTICAL EDGE CONSULTING  
GROUP, LLC, a Florida limited liability  
company

By:   
John F. Conlee, its manager

**EXHIBIT A**  
**ARTICLES OF ORGANIZATION**

See attached.

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SECRETARY OF STATE  
TALLAHASSEE, FL

**ARTICLES OF ORGANIZATION**

**OF**

**VERTICAL EDGE CONSULTING GROUP, LLC**

The undersigned, acting as the organizer and authorized representative of **VERTICAL EDGE CONSULTING GROUP, LLC**, under the Florida Revised Limited Liability Company Act, Chapter 605, Fla. Stat., adopts the following Articles of Organization:

**ARTICLE I – Name:**

The name of the limited liability company is: Vertical Edge Consulting Group, LLC (the “Company”).

**ARTICLE II – Address:**

The mailing address and street address of the principal office of the limited liability company is: 10150 Highland Manor Drive, Suite 200, Tampa, FL 33610.

**ARTICLE III – Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the operating agreement of the Company in effect from time to time (the “Operating Agreement”).

**ARTICLE IV – Management:**

The Company is to be managed by managers. The name and address of the individual serving as the initial manager of the Company until the first meeting of the members, or until her successor is elected or appointed and qualified, is:

<u>Name:</u>	John F. Conlee	<u>Address:</u>	10150 Highland Manor Drive Suite 200 Tampa, FL 33610
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All managers shall be removed, and all future managers shall be elected or appointed, in the manner prescribed by the Operating Agreement.

**ARTICLE V – Admission of Members:**

The Company shall admit members only in the manner prescribed by the Operating Agreement.

#### **ARTICLE VI – Adoption of Operating Agreement:**

The Company shall adopt an Operating Agreement, which may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 605, Fla. Stat.

#### **ARTICLE VII – Initial Registered Agent and Office:**

The initial registered agent for the Company is: John F. Conlee, and the street address of the Company's initial registered office is: 10150 Highland Manor Drive, Suite 200, Tampa, FL 33610.

#### **ARTICLE VIII – Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in the manner prescribed by the Operating Agreement.

#### **ARTICLE IX – Indemnification:**

Each individual or entity who is or was a member or manager of the Company (and the heirs, executor, personal representatives, administrators, successors, and assigns of such individual or entity) who was, or is, made a party to, or is involved in any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that such person is or was a member or manager of the Company (each, an "Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, each Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, or under any provision of these Articles of Organization, the Operating Agreement, or any other agreement, vote of members, or otherwise. Any repeal or amendment of this Article shall not adversely affect any right or protection of a member, manager, or officer existing at the time of such repeal or amendment.

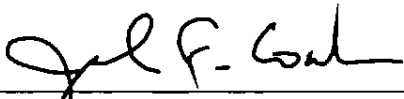
#### **ARTICLE X – Continuation of Business:**

Unless dissolved in accordance with the Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

*[Remainder of Page Intentionally Blank. Signature Page Follows.]*



**IN WITNESS WHEREOF**, the undersigned Authorized Representative has executed these Articles of Organization to be effective on the date of their filing with the Florida Secretary of State.

By:   
John F. Conlee, its Authorized Representative

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE LIMITED LIABILITY COMPANY IDENTIFIED BELOW 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: Vertical Edge Consulting Group, LLC.
2. The name and address of the registered agent and office is:

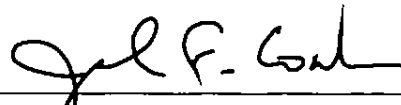
John F. Conlee  
10150 Highland Manor Drive  
Suite 200  
Tampa, FL 33610

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**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.**

By: \_\_\_\_\_



John F. Conlee