

L2000061607

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

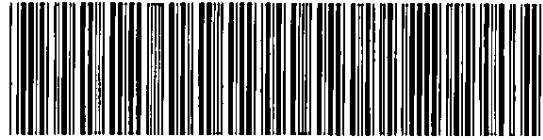
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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02/10/2010 01:31:00 **180.00

20 FEB 10 AM 8:49

Green Schoenfeld & Kyle LLP

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Kevin A. Kyle

Florida Board Certified Wills, Trusts & Estates Attorney

Florida Board Certified Tax Attorney

Jennifer J. Hammond

Master of Estate Planning

LaDonna J. Cody

Of Counsel

John B. Fassett

Of Counsel

Courtney V. Lovejoy

February 3, 2020

Registration Section

Florida Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

Re: Training Design Strategies, LLC (the "Company")

Dear Sir/Madam:

Enclosed please find the following documents to convert the Company from an Ohio limited liability company to a Florida limited liability company:

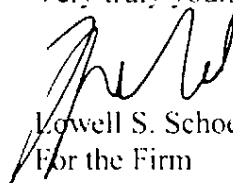
1. Articles of Conversion; and
2. Articles of Organization.

Also enclosed is our check in the amount of \$180.00 payable to Florida Department of State, being filing fees and a certified copy of this conversion. Kindly send the certified copy to my attention in the enclosed self-addressed envelope.

If you have any questions, please call at your convenience.

With best personal regards.

Very truly yours,



Lowell S. Schoenfeld
For the Firm

LSS/dip
Enclosures
10545.002/4903

00604622.DOCX/1

COVER LETTER

20 FEB 10 AM 8:49

TO: New Filing Section
Division of Corporations

SUBJECT: TRAINING DESIGN STRATEGIES, LLC
(Name of Resulting Florida Limited Company)

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

Please return all correspondence concerning this matter to:

LOWELL S. SCHOENFELD

(Contact Person)

GSK REGISTERED AGENTS, INC.

(Firm/Company)

1380 ROYAL PALM SQUARE BOULEVARD

(Address)

FORT MYERS, FLORIDA 33919

(City, State and Zip Code)

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

LOWELL S. SCHOENFELD at (239) 936-7200
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

☐ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☒ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

Mailing Address:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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

20 FEB 10 AM 8:49

The Articles of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:
TRAINING DESIGN STRATEGIES, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a LIMITED LIABILITY COMPANY

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

First organized, formed or incorporated under the laws of OHIO

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

on JANUARY 9, 2012

(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

TRAINING DESIGN STRATEGIES, LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____

(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)

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.

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, F.S.

Signed this 30 day of January 2020.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: [Signature]
Printed Name: LOWELL S. SCHOENFELD Title: AUTHORIZED REPRESENTATIVE

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Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]

Signature: [Signature]
Printed Name: LOWELL S. SCHOENFELD Title: AUTHORIZED REPRESENTATIVE

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

Articles of Organization

of

Training Design Strategies, LLC

A Florida Limited Liability Company

20 FEB 10 AM 8:49

1. Name. The name of this limited liability company is Training Design Strategies, LLC (the "Company"), and it shall be formed as a Florida limited liability company under Chapter 605, Florida Statutes.

2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of the State of Florida.

4. Place of Business. The mailing address of the Company's principal office is 2512 Sutherland Court, Cape Coral, Florida 33991, and the street address of the Company's principal office is 2512 Sutherland Court, Cape Coral, Florida 33991.

5. Registered Agent and Office. The name of the initial registered agent of the Company is GSK Registered Agents, Inc. The street address of the initial registered agent of the Company is 1380 Royal Palm Square Boulevard, Fort Myers, Florida 33919.

6. Management of the Company. The Company shall be managed by a Manager or Managers and is, therefore, a manager-managed company. Lisa M. Owens shall serve as the initial Manager of the Company.

7. Additional Members. Except as otherwise provided in an Operating Agreement adopted for the Company, additional Members to the Company may be admitted, but only upon the unanimous consent of all Members of the Company at the time admission is sought.

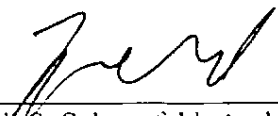
8. Operating Agreement. The Members shall have the power to adopt, alter, amend, or repeal an Operating Agreement for the Company containing provisions for the regulation and management of the affairs of the Company.

9. Voting. The Company is authorized to issue membership units with voting rights and membership units without voting rights.

10. Certificated Interests. The Members' interests in the Company may be evidenced by certificates.

11. Transfer of Interest. Except as otherwise provided in an Operating Agreement adopted for the Company, no Member shall have the right to transfer any interest in the Company without the unanimous written agreement of all Members. If the non-transferring Members do not approve the transfer, the transferee of the interest of the transferring Member shall have no right to become a Member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring Member otherwise would be entitled by virtue of membership.

The undersigned executed these Articles of Organization effective as of JAN. 30, 2020. In accordance with the Act, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.




Lowell S. Schoenfeld, Authorized
Representative

20 FEB 10 PM 8:44

Acceptance by Registered Agent

Having been named Registered Agent and designated to accept service of process for Training Design Strategies, LLC, at the place designated herein, and being familiar with the obligations of that position, GSK Registered Agents, Inc., hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of the Registered Agent.

GSK Registered Agents, Inc., a Florida
corporation

By: 

Lowell S. Schoenfeld, Vice
President

Dated: JAN. 30, 2020