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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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12-23

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** HSW Consulting, 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:

Lee A. Patterson, III

(Contact Person)

Morningstar Law Group

(Firm/Company)

421 Fayetteville Street, Suite 530

(Address)

Raleigh, NC 27601

(City, State and Zip Code)

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

For further information concerning this matter, please call:

Lee A. Patterson, III

at ( 919 )

590-0401

(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**

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:  
HSW Engineering, Inc. 533186

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation  
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Florida  
(Enter state, or if a non-U.S. entity, the name of the country)

on February 15, 1991  
(date of organization, formation or incorporation)

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

HSW Consulting, 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.

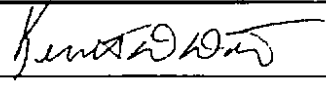
5. The plan of conversion has been approved in accordance with all applicable statutes. The Plan of Conversion is attached.

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.

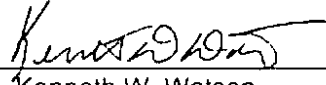
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Signed this 21st day of December, 2020.

**Signature of Authorized Representative of Limited Liability Company:**

Signature of Authorized Representative:   
Printed Name: Kenneth W. Watson Title: Manager

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

Signature:   
Printed Name: Kenneth W. Watson Title: President

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)

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**PLAN OF CONVERSION  
OF  
HSW ENGINEERING, INC.  
FROM  
CORPORATION TO LIMITED LIABILITY COMPANY**

**December 21, 2020**

Pursuant to Section 607.11931 of the Florida Business Corporation Act (the "**Act**"), this plan of conversion (this "**Plan of Conversion**") sets forth the terms and conditions upon which, at the Effective Time (as hereinafter defined), HSW Engineering, Inc., a Florida corporation (the "**Converting Corporation**"), shall be converted into a Florida limited liability company.

**TERMS AND CONDITIONS OF THE CONVERSION**

1. Effective as of the filing of Articles of Conversion in substantially the form attached hereto as Exhibit A (the "**Articles**") with the Florida Secretary of State pursuant to Section 3 hereof (the "**Effective Time**"), the Converting Corporation shall be converted into a Florida limited liability company pursuant to the Act and this Plan of Conversion (the "**Conversion**").

2. The name of the resulting Florida limited liability company shall be HSW Consulting, LLC (the "**Resulting LLC**"). The organization and internal affairs of the Resulting LLC shall be governed by the laws of the State of Florida.

3. The Conversion shall be effected by delivering the Articles for filing with the Florida Secretary of State in accordance with the Act. As of the Effective Time, the Converting Corporation shall be converted into the Resulting LLC.

4. At the Effective Time, by virtue of the Conversion, (i) all One Thousand Four Hundred Seventy (1,470) of the issued and outstanding shares of common stock of the Converting Corporation shall be converted to membership interests in the Resulting LLC, (ii) the shareholders of the Converting Corporation shall become the members of the Resulting LLC, (iii) the members of the Board of Directors of the Converting Corporation shall become the managers of the Resulting LLC, and (iv) the officers of the Converting Corporation shall become the officers of the Resulting LLC.


5. This Plan of Conversion may be amended prior to filing the Articles to the extent allowed by Section 607.11934 the Act.

[Signature Page Follows]

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IN WITNESS WHEREOF, this Plan of Conversion is executed as of the date first written above.

HSW ENGINEERING, INC.

By:   
Name: Kenneth W. Watson  
Title: President

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Exhibit A

Articles of Conversion

[See Attached]

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# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

HSW Consulting, LLC

(Must contain the words "Limited Liability Company," "L.L.C.," or "LLC.")

## ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

### Principal Office Address:

15711 Mapledale Boulevard

Suite B

Tampa, FL 33624

### Mailing Address:

15711 Mapledale Boulevard

Suite B

Tampa, FL 33624

## ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

Cogency Global Inc.

Name

115 North Calhoun Street, Suite 4

Florida street address (P.O. Box **NOT** acceptable)

Tallahassee

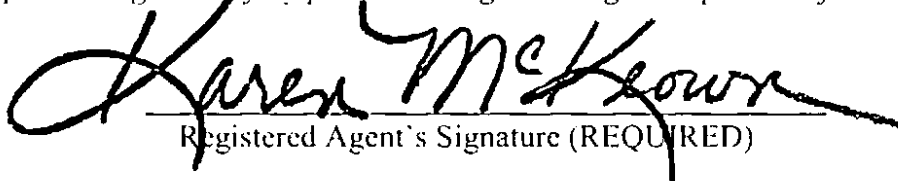
FL 32301

City

Zip

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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 as provided for in Chapter 605, F.S.*

  
Registered Agent's Signature (REQUIRED)

Karen McKeown  
Asst. Sec

(CONTINUED)



**ARTICLE IV-**

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

**Title:**

"AMBR" = Authorized Member

"MGR" = Manager

MGR

**Name and Address:**

Kenneth W. Watson

15711 Mapledale Boulevard, Suite B

Tampa, FL 33624

MGR

Fred A. Seguiti

15711 Mapledale Boulevard, Suite B

Tampa, FL 33624

MGR

Carol Henry Emery

15711 Mapledale Boulevard, Suite B

Tampa, FL 33624

MGR

Derek Huston

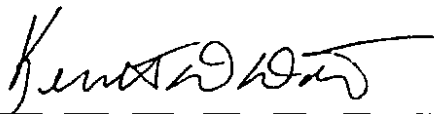
15711 Mapledale Boulevard, Suite B

Tampa, FL 33624

(Use attachment if necessary)

**ARTICLE V:** Other provisions, if any.

**REQUIRED SIGNATURE:**



**Signature of a member or an authorized representative of a member**

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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 s.817.155, F.S.

Kenneth W. Watson

Typed or printed name of signee

**Filing Fees**

**\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent**

**\$ 30.00 Certified Copy (Optional)**

**\$ 5.00 Certificate of Status (Optional)**