

L210000000803

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

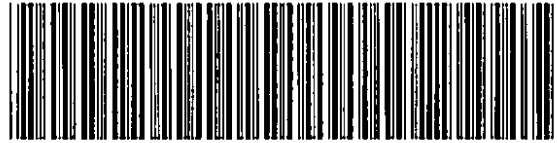
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11/09/2021

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ALTRO
LLP
US & CANADIAN ATTORNEYS, NOTARIES
AND LEGAL COUNSEL

December 15, 2020

BY FEDEX

Division of Corporations
Florida Secretary of State
2415 N. Monroe Street, Suite 810
Tallahassee, FL, 32303

RE: Maple Canada First LLC. – Florida LLC
Matter No. 19321-002

We are solicitors for Maple Canada First Inc., an Ontario corporation, that wishes to continue to Florida as a Limited Liability Company (i.e., MAPLE CANADA FIRST LLC).

Accordingly, we enclose the following:

1. Mail Submission Cover Sheet;
2. Articles Domestication and Articles of Organization;
3. Cheque in the amount of USD\$150 payable to Florida Secretary of State being the requisite filing fee (please note this cheque is drawn on a US bank and is in US funds); and
4. A return, prepaid FedEx waybill and envelope.

As this matter is time sensitive, I am hoping that you will be able to process the enclosed as soon as possible. That said, please let me know if you require any additional information to assist with this process.

Please return the filed Articles of Domestication and Articles of Organization in the prepaid FedEx envelope provided for that purpose.

Should you have any questions, please feel free to contact me at 416-477-8165.

Thanks in advance.

Julian Franch, B.A., M.B.A., J.D.
Associate Lawyer

Encl.

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: MAPLE CANADA FIRST 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:

Julian Franch

(Contact Person)

Altro LLP

(Firm/Company)

155 University Avenue, Suite 300

(Address)

Toronto, ON, M5H 3B7, Canada

(City, State and Zip Code)

jfranch@altrolaw.com

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

For further information concerning this matter, please call:

Julian Franch

at (

416

) 477-8165

(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:
MAPLE CANADA FIRST INC.

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

on December 1, 2020
(date of organization, formation or incorporation)

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

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: January 1, 2021
(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.

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FLORIDA

Signed this 5 day of January 2021.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: /s/ Gregory Belton
Printed Name: Gregory Belton Title: Manager

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

Signature: /s/ Gregory Belton
Printed Name: Gregory Belton 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)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

MAPLE CANADA FIRST 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:

c/o GREGORY BELTON

35 Maple Avenue

Toronto, Ontario, Canada M4W 2T8

Mailing Address:

c/o GREGORY BELTON

35 Maple Avenue

Toronto, Ontario, Canada M4W 2T8

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:

Northwest Registered Agent, LLC

Name

7901 4th Street North, Suite 300

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

St. Petersburg

FL 33702

City

Zip

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.,

/s/ Tom Glover - Assistant Secretary

Registered Agent's Signature (REQUIRED)

(CONTINUED)

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ARTICLE IV-

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

Title:

"AMBR" = Authorized Member

"MGR" = Manager

AMBR _____

Name and Address:

GREGORY BELTON

35 Maple Avenue

Toronto, Ontario, Canada, M4W 2T8

MGR _____

GREGORY BELTON

35 Maple Avenue

Toronto, Ontario, Canada, M4W 2T8

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

REQUIRED SIGNATURE:

/s/ Gregory Belton

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.

Gregory Belton

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)