

L21000029818

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

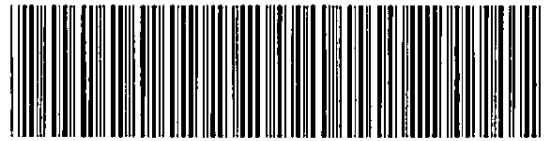
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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12/16/24--01018--005 ++25.00

FILED
2024 DEC 16 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FL

AB

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MackenzieDoheny.com LLC
Name of Florida Limited Liability Company

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

Please return all correspondence concerning this matter to:

Mackenzie Doheny
Contact Person

MackenzieDoheny.com LLC
Firm/Company

3157 Hidde Meadow Drive
Address

McMinnville OR 97128
City, State and Zip Code

mackenzie@antaresinsights.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mackenzie Doheny at (818) 403-7387
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$25.00 Filing Fee
- \$30.00 Filing Fee and Certificate of Status
- \$55.00 Filing Fee and Certified Copy
- \$60.00 Filing Fee, Certified Copy, and Certificate of Status

Mailing Address:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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

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SECRETARY OF STATE
TALLAHASSEE, FL

The Articles of Conversion is submitted to convert the following **Florida Limited Liability Company into an "Other Business Entity"** in accordance with s. 605.1045, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

MackenzieDoheny.com LLC

Enter Name of Florida Limited Liability Company

2. The name of the "Converted or Other Business Entity" is: *(Continuing existence as Oregon LLC)
Domestication/Conversion*

MackenzieDoheny.com LLC

Enter Name of "Converted or Other Business Entity"

3. The "Converted or Other Business Entity" is a Oregon LLC
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

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

The formation document is attached (if applicable).

4. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 605, F.S.

5. This conversion shall be effective in Florida on: 8/25/24
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date of the conversion under the laws governing the "Other Business Entity.")

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.

6. If the "Converted or Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Converted or Other Business Entity":

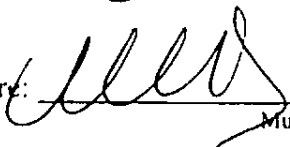
a.) Lists the following street and mailing address of an office the Florida Department of State may send and process served on the department pursuant to 605.0117 and Chapter 48.

Street Address: 3157 Hidde Meadow Drive
McMinnville, OR 97128

Mailing Address: Same

7. 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 3rd day of December, 2024

Signature: 
Must be signed by a Member or Authorized Representative

Printed Name: Mackenzie Doherty Title: President

Fees: Filing Fee: \$25.00
Certified Copy: \$30.00 (Optional)
Certificate of Status: \$5.00 (Optional)

PLAN OF CONVERSION

This Plan of Conversion (the "Plan") is made effective on August 25, 2024, by and between Mackenziedoheny.com LLC, a Florida Limited Liability Company (the "Florida LLC"), and Mackenziedoheny.com LLC, an Oregon Limited Liability Company (the "Oregon LLC").

ARTICLE I. PARTIES TO THE CONVERSION

1.1 The Converting Entity:

- Name of the Entity: Mackenziedoheny.com LLC
- Jurisdiction: State of Florida
- Florida LLC Number: L21000029818
- Principal Address: 3157 Hidde Meadow Drive, McMinnville, OR 97128

1.2 The Converted Entity:

- Name of the Converted Entity: Mackenziedoheny.com LLC
- Jurisdiction: State of Oregon
- Oregon LLC Number (if known, otherwise "to be assigned"): To be assigned
- Principal Address: 3157 Hidde Meadow Drive, McMinnville, OR 97128

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 SECRETARY OF STATE
 TALLAHASSEE FL

ARTICLE II. CONVERSION

2.1 The Conversion

The Florida LLC shall convert into an Oregon LLC in accordance with the provisions of the laws of the State of Oregon and Florida. Upon the effective date of this conversion, the Florida LLC shall continue its existence in Oregon as an Oregon LLC and shall be governed by the laws of Oregon.

2.2 Effective Date of Conversion

The conversion shall be effective upon the filing and acceptance of this Plan of Conversion with the Oregon Secretary of State, or such later date as may be specified in the Articles of Conversion.

2.3 Name of Converted Entity

The name of the Oregon LLC shall be Mackenziedoheny.com LLC, subject to approval by the Oregon Secretary of State. In the event the name is not available in Oregon, an alternate name will be chosen and submitted for approval.

ARTICLE III. ORGANIZATIONAL DOCUMENTS

3.1 Articles of Organization

The Articles of Organization of Mackenziedoheny.com LLC (Oregon) will be filed with the Oregon Secretary of State, and the LLC will be governed by the laws of Oregon.

3.2 Operating Agreement

Upon conversion, Mackenziedoheny.com LLC (Oregon) shall be governed by an operating agreement consistent with Oregon law.

ARTICLE IV. MEMBERSHIP INTERESTS

4.1 Ownership of Membership Interests

The membership interests in the Florida LLC shall be converted to membership interests in the Oregon LLC. Each member shall retain the same percentage interest in profits, losses, distributions, and voting rights as they held in the Florida LLC.

4.2 Capital Contributions

No additional capital contributions shall be required as part of this conversion.

ARTICLE V. TAX TREATMENT

5.1 Tax Consequences

This conversion is intended to be a tax-free conversion under Section 368(a)(1)(F) of the Internal Revenue Code, and no gain or loss shall be recognized by the members as a result of the conversion.

ARTICLE VI. RIGHTS AND OBLIGATIONS

6.1 Transfer of Rights and Obligations

Upon the effective date of conversion, all assets, rights, liabilities, obligations, and properties of the Florida LLC shall be vested in the Oregon LLC without further action by either entity, subject to any rights and obligations as governed by Oregon law.

6.2 Existing Contracts and Liabilities

The Oregon LLC shall assume all contracts, debts, and liabilities of the Florida LLC upon the effective date of the conversion.

ARTICLE VII. FILING REQUIREMENTS

7.1 Filing of Articles of Conversion

Articles of Conversion, as required by Oregon law, will be filed with the Oregon Secretary of State to effectuate this Plan of Conversion.

7.2 Filing of Certificate of Conversion in Florida

A Certificate of Conversion will be filed with the Florida Secretary of State to terminate the Florida LLC upon the effective date of this conversion.

ARTICLE VIII. MISCELLANEOUS

8.1 Amendments to the Plan

This Plan of Conversion may be amended by the members of the LLC before the effective date of the conversion.

8.2 Governing Law

This Plan shall be governed by and construed in accordance with the laws of the State of Oregon.

IN WITNESS WHEREOF, the undersigned have executed this Plan of Conversion on [Date].

Mackenziedoheny.com LLC (Florida)

By: 

Name: Mackenzie Doheny

Title: President

Date: 3 Dec 24

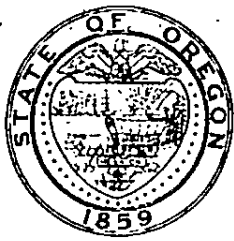
Mackenziedoheny.com LLC (Oregon)

By: 

Name: Mackenzie Doheny

Title: President

Date: 3 December 24



Secretary of State
Corporation Division
255 Capitol Street NE, Suite 151
Salem, OR 97310-1327

Phone: (503) 986-2200
FAX: (503) 378-4381
sos.oregon.gov/business

REGISTRY NUMBER: 233409697
TYPE: ASSUMED BUSINESS NAME

Next Renewal Date: 11/21/2026

MACKENZIE DOHENY
3157 HIDDEN MEADOW DR
MCMINNVILLE OR 97128

NOTE: Assumed Business Names are
required to renew every two years.

Acknowledgment Letter

The document you submitted was recorded as shown below. Please review and verify the information listed for accuracy.

DOCUMENT	FILED ON	STATUS
APPLICATION FOR REGISTRATION	11/21/2024	ACTIVE

NAME
ANTARES

PRINCIPAL PLACE OF BUSINESS
3157 HIDDEN MEADOW DR
MCMINNVILLE, OR 97128

AUTHORIZED REPRESENTATIVE
MACKENZIE DOHENY
3157 HIDDEN MEADOW DR
MCMINNVILLE, OR 97128

REGISTRANT
MACKENZIE DOHENY
3157 HIDDEN MEADOW DR
MCMINNVILLE, OR 97128

COUNTIES

BAKER, BENTON, CLACKAMAS, CLATSOP, COLUMBIA, COOS, CROOK, CURRY, DESCHUTES, DOUGLAS, GILLIAM, GRANT, HARNEY, HOOD RIVER, JACKSON, JEFFERSON, JOSEPHINE, KLAMATH, LAKE, LANE, LINCOLN, LINN, MALHEUR, MARION, MORROW, MULTNOMAH, POLK, SHERMAN, TILLAMOOK, UMATILLA, UNION, WALLOWA, WASCO, WASHINGTON, WHEELER, YAMHILL

Corporate Transparency Act is effective January 1, 2024. Failure to report is punishable with a civil penalty of up to \$500 a day.

File your **Beneficial Ownership Report** with the U.S. Treasury's Financial Crimes Enforcement Network (FinCEN) within 90 days of forming or registering your business. Go to: [FinCEN.gov/BOI](https://www.fincen.gov/BOI) for helpful information and to submit an electronic report. (Future updates or corrections to your reports must be submitted within 30 days of the change.)