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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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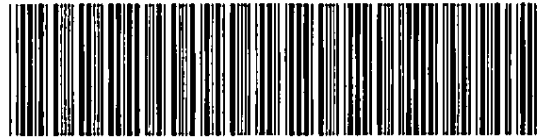
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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02/15/21--01026--002 **150.00

2021 FEB 15 PM 12:04
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JAMES A. SCHMIDT

ATTORNEY AT LAW

2904 W. BAY TO BAY BLVD.
TAMPA, FL 33629
TEL: 813.250.3700
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February 12, 2021

Sent by Federal Express
No. 7728 9988 2030

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

2021 FEB 15 PM 12:04

RE: Conversion of Nexxus Capital LLC, a Nevada limited liability company, to
Nexxus Capital LLC, a Florida limited liability company

Dear Sir or Madame:

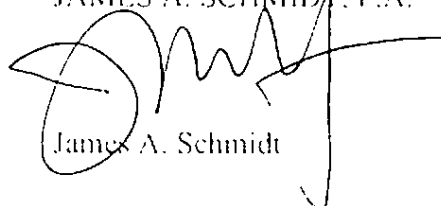
Nexxus Capital LLC, a Nevada limited liability company, hereby applies to the Secretary of State of the State of Florida to convert to Nexxus Capital LLC, a Florida limited liability company. In accordance with the Florida Business Organizations Code, the converting company submits the following original documents:

1. Plan of Conversion;
2. Articles of Organization (for Nexxus Capital LLC, a Florida limited liability company); and
3. Articles of Conversion.

In addition, payment of \$150.00 on check 1041 is included for payment of the filing fees. Please do not hesitate to contact us with any questions or concerns at the telephone number and address above.

Very truly yours,

JAMES A. SCHMIDT, P.A.


James A. Schmidt

Enclosures

**ARTICLES OF CONVERSION
FOR
NEXXUS CAPITAL LLC
A NEVADA LIMITED LIABILITY COMPANY
INTO
NEXXUS CAPITAL LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

1. Name. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is Nexxus Capital LLC.
2. Type of Other Business Entity. The Other Business Entity is a Nevada limited liability company first organized under the laws of the State of Nevada on November 19, 2019, and assigned identification number E2955472019-2.
3. Florida Entity. The name of the Florida limited liability company is Nexxus Capital LLC, as set forth in the attached Articles of Organization.
4. Effective Date. The effective date of this filing shall be upon filing with the Secretary of State of the State of Florida.
5. Plan of Conversion. The plan of conversion has been approved in accordance with all applicable statutes.
6. Appraisal Rights. Nexxus Capital LLC, 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.

[Signatures on Following Page.]

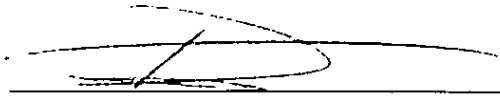
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2021 FEB 15 PM 12:04
CLERK OF DISTRICT COURT

[Signature Page to Articles of Conversion]

The undersigned executed these Articles of Organization on the 11th day of February, 2021.

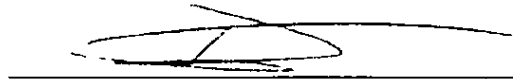
In accordance with Section 605, *Florida Statutes*, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signature of Authorized Representative of
Nexus Capital LLC



David Larrabure
Sole Member & Manager

Signature of Nexus Capital LLC



David Larrabure
Sole Member & Manager

2021 FEB 15 PM 12:04
Nexus Capital LLC

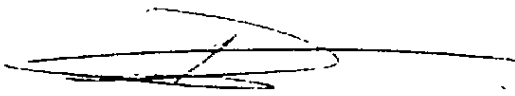
**ARTICLES OF ORGANIZATION
OF
NEXXUS CAPITAL LLC**

1. Name. The name of this limited liability company is **NEXXUS CAPITAL LLC**, a Florida limited liability company (the "Company"), and it shall be formed as a limited liability company under Chapter 605 of the laws of the State of Florida.
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 Principal Office. The mailing and street address of the Company's principal office is at 100 Pierce Street, PH 9, Clearwater, FL 33756.
5. Registered Agent and Office. The name of the initial registered agent of the Company is James A. Schmidt. The street address of the initial registered agent of the Company is 2904 West Bay to Bay Blvd., Tampa FL 33629
6. Management of the Company. The Company shall be managed by one or more managers and is, therefore, a manager-managed company. The initial Manager(s) of the Company shall be:

David Larrabure
100 Pierce Street, PH 9
Clearwater, FL 33756

The undersigned executed these Articles of Organization on the 11th day of February, 2021.

In accordance with Section 605, *Florida Statutes*, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

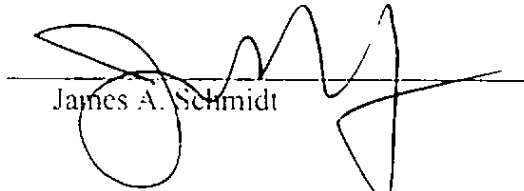


David Larrabure
Sole Member & Manager

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SECRETARY OF STATE
FLORIDA

ACCEPTANCE BY REGISTERED AGENT NEXNUS CAPITAL LLC

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


James A. Schmidt

Dated: February 11, 2021

FILED
2021 FEB 15 PM 12:05
CLERK OF SUPERIOR COURT

**PLAN OF CONVERSION
FOR
NEXXUS CAPITAL LLC
A NEVADA LIMITED LIABILITY COMPANY
INTO
NEXXUS CAPITAL LLC
A FLORIDA LIMITED LIABILITY COMPANY**

THIS PLAN OF CONVERSION is entered into on February 11, 2021, by NEXXUS CAPITAL LLC, a Nevada limited liability company, which under the laws of the State of Florida is converting to a Florida limited liability company.

1. NEXXUS CAPITAL LLC, a Nevada limited liability company, hereby adopts this Plan of Conversion, in order to convert to a Florida limited liability company known as NEXXUS CAPITAL LLC, a Florida limited liability company.
2. The member interests in the Converting Entity, NEXXUS CAPITAL LLC, a Nevada limited liability company, will be converted to member interests in the Converted Entity, NEXXUS CAPITAL LLC, a Florida limited liability company, on a straight one-for-one exchange.
3. The Articles of Organization of NEXXUS CAPITAL LLC, a Florida limited liability company, is attached as Exhibit A to this Plan.
4. The conversion will become effective after the issuance of a Certificate of Conversion by the Florida Secretary of State.

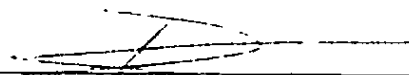
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OFFICE
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CLERK OF COURT
CLERK OF COURT

[Signature Page to Plan of Conversion]

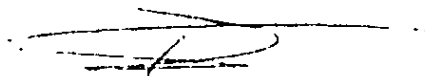
IN WITNES WHEREOF, this Plan of Conversion was executed by the authorized manager as of the date first written above.

Signature of Authorized Representative of
Nexus Capital LLC, a Florida limited liability
company



David Larrabure
Sole Member & Manager

Signature of Authorized Representative of
Nexus Capital LLC, a Florida limited
liability company



David Larrabure
Sole Member & Manager

FILED
2021 FEB 15 PM 12:05
CLERK OF DISTRICT COURT
JACKSONVILLE, FLA.