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(Requestor's Name)

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(City/State/Zip/Phone #)

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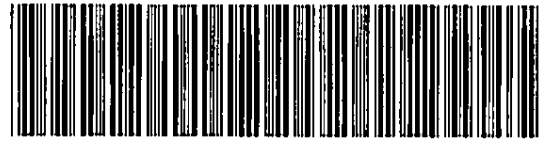
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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21 MAY 24 PM 12:43
SECOND FLOOR, 300 N. N. 10TH
TALLAHASSEE, FLORIDA

D O'KEEFE
JUN 10 2021

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Minimal Holdings, 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:

Richard I. Kantner, Jr., Esq.

(Contact Person)

The Kantner Law Firm, PL

(Firm/Company)

424 22nd Avenue N.

(Address)

St. Petersburg, FL 33704

(City, State and Zip Code)

rick@attorneykantner.com

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

For further information concerning this matter, please call:

Richard Kantner

at (727) 781-8201

(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**

These 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 Section 605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is: **MINIMAL HOLDINGS LLC**

2. The "Other Business Entity" is a limited liability company first organized, formed or incorporated under the laws of **Maryland** on **August 6, 2019**.

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

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

[The effective date: 1) cannot be prior to date of receipt or the filed date 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 listed in the attached Articles of Organization, if an effective date is listed therein.]

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 4th day of April, 2021.

Signature of Authorized Representative
of Limited Liability Company:


Printed Name: **MATTHEW E. TURPIN**

Title: Manager

Signature of Authorized Representative
of Limited Liability Company:


Printed Name: **LISSA M. LEVINSON**

Title: Authorized Member

Signature on behalf of Other Business Entity:

Printed Name: **MATTHEW E. TURPIN**

Title: Manager

Signature on behalf of Other Business Entity:

Lissa Levinson
Printed Name: **LISSA M. LEVINSON**

Title: Member

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21 MAY 24 PM 12:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MINIMAL HOLDINGS LLC

PLAN OF CONVERSION

The following plan of conversion, which was adopted and approved by each party to the conversion in accordance with Section 4A, Maryland Code and in accordance with the laws of the State of Maryland for which the limited liability company was originally formed, and is being submitted in accordance with Section(s) 605.1045 of , Florida Statutes.

FIRST: The exact name, jurisdiction, and type of entity of the converting entity is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
MINIMAL HOLDINGS LLC	MARYLAND	LIMITED LIABILITY COMPANY

SECOND: The manner and basis of converting the interests and rights to the Maryland entity to be converted to a Florida entity are as follows: assignment of member shares to the eligible members


THIRD: The proposed Articles of Organization for the Florida entity are attached hereto and incorporated herein.

FOURTH: The proposed Operating Agreement of the Florida entity is attached hereto and incorporated herein.


This Plan of Conversion has been approved in accordance with all applicable statutes.

Signed this 4th day of April, 2021.

Signature of Authorized Representative
of Limited Liability Company:


Printed Name: MATTHEW E. TURPIN
Title: Manager

Signature of Authorized Representative
of Limited Liability Company:


Printed Name: LISSA M. LEVINSON
Title: Member

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21 MAY 24 PM 12:43
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Articles of Organization

For

Florida Limited Liability Company

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21 MAY 24 PM 12:43
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is: **MINIMAL HOLDINGS LLC.**

ARTICLE II - Address:

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

Principal Office Address:

833 Oak Street N.E.
St. Petersburg, FL 33701

Mailing Address:

4604 49th St. N., Suite 1309
St. Petersburg, FL 33709

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

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

MATT TURPIN
Name

833 OAK ST NE ST. Petersburg, FL 33701
Florida street address (P.O. Box NOT acceptable)

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

ARTICLE IV –

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

Title:

Name and Address:

"AMBR" = Authorized Member

"MGR" = Manager

MATTHEW E. TURPIN

833 Oak Street N.E.
St. Petersburg, FL 33701

LISSA M. LEVINSON

833 Oak Street N.E.
St. Petersburg, FL 33701

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.

Printed name of signee: **MATTHEW E. TURPIN**

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21 MAY 24 PM 12:43
STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

STATE OF MARYLAND

Department of Assessments and Taxation

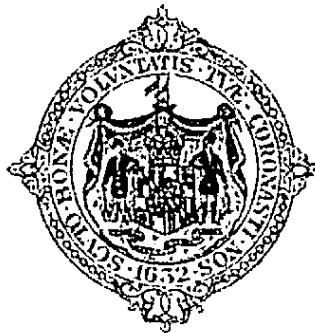
I, MICHAEL L. HIGGS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO LIMITED LIABILITY COMPANIES, OR THE RIGHTS OF LIMITED LIABILITY COMPANIES TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT MINIMAL HOLDINGS LLC (W19858182), REGISTERED AUGUST 06, 2019, IS A LIMITED LIABILITY COMPANY EXISTING UNDER AND BY VIRTUE OF THE LAWS OF THE STATE OF MARYLAND, AND THAT THE LIMITED LIABILITY COMPANY IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING TO TRANSACT BUSINESS.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS MARCH 19, 2021.



Michael L. Higgs
Director



301 West Preston Street, Baltimore, Maryland 21201
Telephone Baltimore Metro (410) 767-1340 / Outside Baltimore Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TTY/Voice

Online Certificate Authentication Code: H4ij_E3IMk2tapoQYgvDoA
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