

L210000407370

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

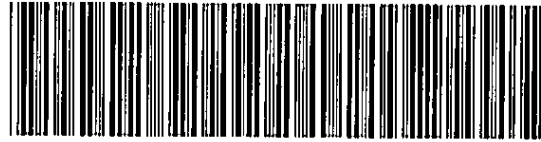
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200372933602

FILED
2021 SEP 10 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FL

M

TAYLOR, DAY, GRIMM & BOYD

ATTORNEYS AT LAW

SHANNON M. ANDERSON
VICTORIA E. ARMSTRONG
SHAW M. ASHLEY
MARSA S. BECK
CHRISTOPHER P. BOYD
CALLI M. BROCKETT
NICHOLAS P. BUSSE
MICHAEL J. COX
STEPHEN E. DAY
COURTNEY M. DREW
KIMANO M. EDWARDS
JOB W. FICKETT
DAVID M. GAGNON
REED W. GRIMM
HEIDI L. HOBBS
JOHN N. KESSENICH

BANK OF AMERICA TOWER
50 NORTH LAURA STREET, SUITE 3500
JACKSONVILLE, FL 32202

TELEPHONE (904) 356-0700
FACSIMILE (904) 356-3224
www.TAYLORDAYLAW.com

ANDREW W. LEGGETTE
SAMANTHA P. MIZERAS
GRETA R. MORRIS
CHRISTOPHER J. MUELLER
JOHN D. OSGATHORPE
JORDAN L. PARKER
TARA N. POOLE
EMILY W. PRIBISCO
RYAN W. REESE
HEATHER E. SOSNOWSKI
JOHN C. TAYLOR, JR.
KENNETH A. TOMCHIN
SHARON Y. WATSON
KYLE W. WHITE
CHRISTINA W. WILLIAMS
KATHERINE R. WOODS

September 7, 2021

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

**Re: Ashtow Technology Group, LLC
EIN 82-2645712
5349 3rd Street, St. Augustine, FL 32080
Conversion of North Carolina LLC to Florida LLC**

To Whom it May Concern:

This firm has the pleasure of representing Ashtow Technology Group, LLC (the "Company"). Enclosed, please find the requisite documents for converting the Company from a North Carolina Limited Liability Company to a Florida Limited Liability Company, to wit:

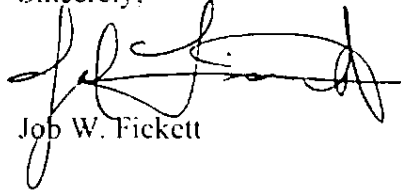
- Form INHS11 Cover Letter;
- Articles of Conversion for "Other Business Entity" into Florida Limited Liability Company;
- Articles of Organization for Florida Limited Liability Company;
- Copies of the "Plan of Conversion" and Articles of Conversion for North Carolina as proof of submitting the same; and,
- A check for \$155.00 for filing fees and a requested Certificate of Status.

The undersigned will serve as the Registered Agent, per the Articles of Organization. Please contact our firm if you need any further information, paperwork, or have any questions regarding the enclosed documents.

TAYLOR, DAY, GRIMM & BOYD

Florida Dept. of State
Division of Corporations
September 7, 2021
Page 2

Sincerely,

A handwritten signature in black ink, appearing to read 'Job W. Fickett', with a stylized, cursive script.

Job W. Fickett

JWF/cle

cc: Ashley and Tim Owens. Authorized Members of Ashtow Technology Group, LLC

Encls. as stated above.

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Ashtow Technology Group, 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:

Job W. Fickett, Esq.

(Contact Person)

Taylor, Day, Grimm & Boyd

(Firm/Company)

50 N Laura St #3500

(Address)

Jacksonville, FL 32202

(City, State and Zip Code)

jwf@taylorday.com

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

For further information concerning this matter, please call:

Job W. Fickett

at (904) 356-0700

(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)

- | | | | |
|-------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------|---------------------------------------------------------------------|------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) | <input checked="" type="checkbox"/> \$155.00 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$180.00 Filing Fees
and Certified Copy | <input type="checkbox"/> \$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

FILED

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

2021 SEP 10 PM 12: 27

SECRETARY OF STATE
TALLAHASSEE, FL

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:
Ashtow Technology Group, LLC

(Enter Name of Other Business Entity)

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

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

on August 30, 2017
(date of organization, formation or incorporation)

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

Ashtow Technology Group, LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: September 13, 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.

Signed this 1st day of September 20


Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 

Printed Name: Ashley Owens

Title: AMBR

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

Signature: 

Printed Name: Ashley Owens

Title: AMBR

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:

Ashtow Technology Group, 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:

5349 3rd Street

St. Augustine, Florida 32080

Mailing Address:

5349 3rd Street

St. Augustine, Florida 32080

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:

Job W. Fickett, Esq. c/o Taylor, Day, Grimm & Boyd

Name

50 N Laura St #3500

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

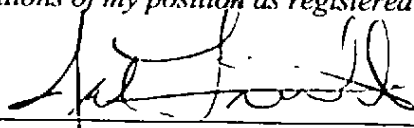
Jacksonville

FL 32202

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..



Registered Agent's Signature (REQUIRED)

(CONTINUED)

2021 SEP 10 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FL

FILED

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:

Ashley Owens

Timothy Owens

AMBR

(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.

Ashley Owens, Authorized Member

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)

2021 SEP 10 PM12:27
SECRETARY OF STATE
TALLAHASSEE, FL

FILED

Plan of Conversion Pursuant to NC ST § 57D-9-31

1. **Name of converting LLC immediately before conversion:** Ashtow Technology Group, LLC
2. **Name the surviving entity will have:** Ashtow Technology Group, LLC
3. **The type of entity it will be:** Limited Liability Company
4. **The jurisdiction whose law will govern its organization and internal affairs when the conversion becomes effective:** St. Johns County, Florida
5. **The terms and conditions of the conversion:** The Limited Liability Company shall continue to operate and conduct all lawful business governed by the laws of the State of Florida.
6. **The manner and basis for converting the ownership interests in the converting LLC into interests, obligations or securities of the surviving entity or into cash or other property or any combination thereof:** No ownership interests will change or convert.


We, the Authorized Members of Ashtow Technology Group, LLC, hereby consent to implement this Plan of Conversion:



Ashley Owens, Member

9/1/21

Date



Timothy Owens, Member

9/1/21

Date

State of North Carolina
Department of the Secretary of State

**ARTICLES OF CONVERSION
To a Foreign Entity**

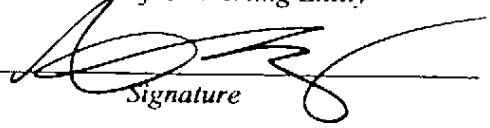
Pursuant to §§ 55-11A-12, 57D-9-32, 59-73.22, or 59-1062 of the General Statutes of North Carolina, as applicable, the undersigned converting business entity does hereby submit these Articles of Conversion for the purpose of converting to a different business entity.

1. The name of the converting business entity is Ashtow Technology Group, LLC
2. The converting business entity is a (check one) ☐ domestic corporation; ☒ domestic limited liability company; ☐ domestic limited partnership; ☐ domestic registered limited liability partnership; or ☐ domestic partnership.
3. The mailing address of the converting entity prior to the conversion is:
521 Stowe Rd, Belmont, NC 28012
4. The name of the resulting business entity is: Ashtow Technology Group, LLC
5. The resulting business entity is a (check one) ☐ foreign corporation; ☒ foreign limited liability company; ☐ foreign limited partnership; ☐ foreign limited liability partnership; or ☐ other partnership as defined in G.S. 59-36 not formed under the laws of North Carolina.
6. The organization and internal affairs of the resulting business entity are governed by the laws of the state or country of Florida
7. The resulting business entity is not authorized to transact business or conduct affairs in this State. The mailing address of the resulting business entity is: 5349 3rd Street, St. Augustine, Florida 32080
_____. The resulting business entity will file a statement of any subsequent change in its mailing address with the North Carolina Secretary of State.
8. A plan of conversion has been approved by the converting business entity as required by law.
9. These articles will be effective upon filing, unless a date and/or time is specified: September 13, 2021

This the 1st day of September, 2021

Ashtow Technology Group, LLC

Name of Converting Entity


Signature

Ashley Owens, Owner
Type or Print Name and Title

NOTES:

1. Filing fee is \$50. This document must be filed with the Secretary of State.

BUSINESS REGISTRATION DIVISION

(Revised July, 2017)

P. O. BOX 29622

RALEIGH, NC 27626-0622

(Form BE-16)