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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: D&B CHEMTOX, 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:

Michael J. Smith, Esq.

(Contact Person)

Najmy Thompson, P.L.

(Firm/Company)

6320 Venture Drive, Suite 104

(Address)

Lakewood Ranch, FL 34202

(City, State and Zip Code)

msmith@najmythompson.com

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

For further information concerning this matter, please call:

Michael J. Smith, Esq.

(Name of Contact Person)

at (941)

(Area Code)

907-3999

(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
D&B CHEMTOX, LLC, a Connecticut limited liability company,
Into
D&B CHEMTOX, LLC, a Florida limited liability company

The ARTICLES OF CONVERSION and attached Articles of Organization are submitted to convert D&B Chemtox, LLC, a Connecticut limited liability company, into D&B Chemtox, LLC, a Florida limited liability company in accordance with Fla. Stat. Sec. 605.1045.

1. The name of the Connecticut limited liability company immediately prior to the filing of the Articles of Conversion is:

D&B Chemtox, LLC

2. The Connecticut limited liability company is a Limited Liability Company first organized under the laws of the State of Connecticut on April 2, 2018.

3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is:

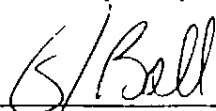
D&B Chemtox, LLC

4. The effective date of the Articles of Conversion shall be October 1, 2021.


5. The plan of conversion has been approved by all members of the entity in accordance with all applicable statutes of Connecticut and Florida, including, but not limited to, Fla. Stat. Sec. 605.1043(1)(b).

Signed this 22 day of September, 2021.

D&B Chemtox, LLC, a Connecticut
limited liability company

By: 
Douglas J. Ball, as a Member
and Authorized Representative

D&B Chemtox, LLC, a Florida
limited liability company

By: 
Douglas J. Ball, as a Member
and Authorized Representative

PREPARED BY:
Michael J. Smith, Esq.
Bar #16252
Najmy Thompson, P.L.
1401 8th Avenue West
Bradenton, Florida 34205
(941) 748-2216

2021 SEP 29 AM 11:41

Audit No.

ARTICLES OF ORGANIZATION
FOR
D&B CHEMTOX, LLC

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statutes Chapter 605 entitled the Florida Revised Limited Liability Company Act, as amended, does hereby adopt the following Articles of Organization for such company:

ARTICLE I. NAME

The name of this company shall be D&B CHEMTOX, LLC; and shall be referred to herein as "the Company" or "this Company."

ARTICLE II. MAILING AND STREET ADDRESS

The mailing address and the street address for the Company is 4750 Zeno Court, Lakewood Ranch, FL 34211.

ARTICLE III. REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office for this Company is as follows:

Najmy Thompson, P.L.
Attn: Joseph L. Najmy, Esq.
6320 Venture Drive, Suite 104
Lakewood Ranch, Florida 34202

ARTICLE IV. MANAGEMENT OF COMPANY

The Company shall be a Member-managed limited liability company. The initial Members shall be Douglas J. Ball and William P. Beierschmitt.

ARTICLE V. EFFECTIVE DATE

These Articles of Organization shall be effective on October 1, 2021.

Michael J. Smith, Esq.
Fla. Bar No. 0016252
Najmy Thompson, P.L.
1401 8th Avenue West
Bradenton, Florida 34205
(941)748-2216

Audit No.

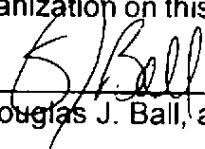
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ARTICLE VI. INDEMNIFICATION

This Company shall indemnify any member, manager, officer, director, employee, or agent, and any former member, manager, officer, director, employee, or agent, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, as an authorized representative of the Company, has signed these Articles of Organization on this 22 day of September, 2021.



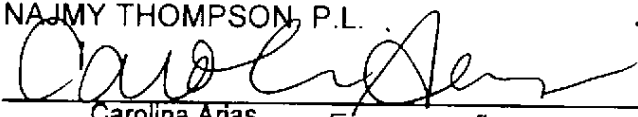
Douglas J. Ball, as authorized representative

In accordance with Section 605.0205(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, the firm hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The firm further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as Registered Agent as provided in Chapter 605, F.S.

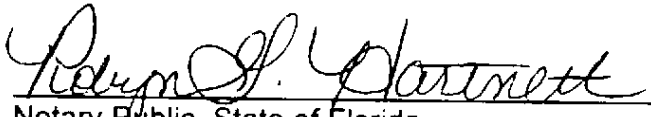
NAJMY THOMPSON, P.L.



Carolina Arias, Esq., as a firm attorney

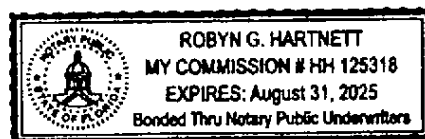
STATE OF FLORIDA
COUNTY OF MANATEE

On the 28th day of September, 2021, Carolina Arias, Esq., as an attorney with Najmy Thompson, P.L., designated above as the firm who shall serve as this company's Registered Agent, [☒] who is personally known to me or [☐] who produced _____ as identification, personally appeared before me by means of [☒] physical presence or [☐] online notarization, and signed these Articles of Organization.



Notary Public, State of Florida

Michael J. Smith, Esq.
Fla. Bar No. 0016252
Najmy Thompson, P.L.
1401 8th Avenue West
Bradenton, Florida 34205
(941)748-2216



Audit No.