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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

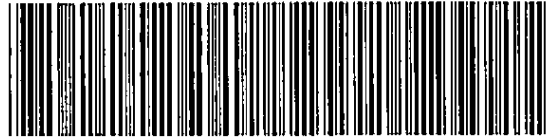
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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STATE
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R. HUNT
07/25/24



WENTHUR LAW GROUP, LLP

4121 Napier Street, San Diego, CA 92110 USA
(619) 398-9050 – Office
(619) 398-9051 – Fax
wenthurlawgroup.com

*AV Preeminent® Peer Review Rated Lawyer - Martindale-Hubbell®
Recognized as a Top Lawyer in San Diego
Recognized as a Top Lawyer in California*

Cris John Wenthur, LL.M., APC
(619) 398-9050 Ext. 201
cris@wenthurlawgroup.com

Dane C. Wenthur, Attorney, LL.M.
(619) 398-9050 Ext. 202
dane@wenthurlawgroup.com

William G. McTaggart, Attorney at Law
(619) 398-9050 Ext. 204
wll@wenthurlawgroup.com

Date: July 22, 2024

Registration Section Division of Corporations The Centre of Tallahassee 2415 N. Monroe Street, Suite 810 Tallahassee, FL 32303	<u>Transmittal Letter</u> Sent Via: <input checked="" type="checkbox"/> FedEx: 777548448633
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Enclosed herewith for your records please find

- ☒ Original Document(s):
1. Check No. 4446 for \$25 payable to FL Department of State
 2. Signed Articles of Conversion – FL LLC into Other Business Entity (converted entity Articles also attached)

SPECIAL HANDLING INSTRUCTIONS

- ☐ No further action required.
- ☐ Sign and Return the enclosed documents where noted and return the executed documents back to our office.
- ☐ Have the enclosed document(s) notarized.
- ☒ Other: Please process and file the Articles of Conversion as expeditiously as possible. Please return the filed copy via email to dane@wenthurlawgroup.com or to:

Dane Wenthur
Wenthur Law Group, LLP
4121 Napier St.
San Diego, CA 92110

To Whom It May Concern:

Enclosed herewith please find the document(s) referenced above. Please refer to the specific instructions referenced above, if any. **Please call or email with any questions. It has been a pleasure serving you.**

Sincerely,



WENTHUR LAW GROUP, LLP

Sent by:

Attorneys

- ☐ Cris John Wenthur (Ext. 201) - cris@wenthurlawgroup.com
☒ Dane C. Wenthur (Ext. 202) - dane@wenthurlawgroup.com
☐ William G. McTaggart (Ext. 204) - wll@wenthurlawgroup.com

Staff

- ☐ Sandy Labertew (Ext. 101) - sandy@wenthurlawgroup.com
☐ Kelli McTaggart (Ext. 102) - kelli@wenthurlawgroup.com
☐ Wen-Dee Cote (Ext. 104) - wen-dee@wenthurlawgroup.com
☐ Brian Helmich (Ext. 105) - brian@wenthurlawgroup.com

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: WASTEFUL HOLDINGS, LLC
Name of Florida Limited Liability Company

The enclosed Articles of Conversion and fees(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:

DANE WENTHUR

Contact Person

WENTHUR LAW GROUP, LLP

Firm/Company

4121 NAPIER ST

Address

SAN DIEGO, CA 92110

City, State and Zip Code

DANE@WENTHURLAWGROUP.COM

E-mail address; (to be used for future annual report notification)

For further information concerning this matter, please call:

DANE WENTHUR

Name of Contact Person

at (619) 398-9050

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

RECEIVED
DIVISION OF STATE
CORPORATIONS, FL
JUN 13 PM 1:50

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

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:

Wasteful Holdings, LLC

Enter Name of Florida Limited Liability Company

2. The name of the "Converted or Other Business Entity" is:

Tortuga Marine, LLC

Enter Name of "Converted or Other Business Entity"

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

organized, formed or incorporated under the laws of Colorado
(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: FLORIDA FILING DATE
(The effective date: 1) cannot be prior to not 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: 41 COOK ST, STE 100
DENVER, CO 80206

Mailing Address: _____

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 19TH day of JULY, 2014

Signature: _____
Must be signed by a Member or Authorized Representative

Printed Name: THORGERAMILLER Title: MANAGER

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

STATE
OFFICE, FL
PM 1:50

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE OF DOCUMENT FILED

I, Jena Griswold, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office, the attached document is a true and complete copy of the

Combined Statement of Conversion

with Document # 20241753764 of
Tortuga Marine, LLC

Colorado Limited Liability Company

(Entity ID # 20241753764)

consisting of 5 pages.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 07/17/2024 that have been posted, and by documents delivered to this office electronically through 07/19/2024 @ 16:54:00.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 07/19/2024 @ 16:54:00 in accordance with applicable law. This certificate is assigned Confirmation Number 16222077



Jena Griswold

Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's website is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's website, <http://www.coloradosos.gov/biz/CertificateSearch/> after entering the certificate's

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that such document is such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.

6. The true name and mailing address of the individual causing this document to be delivered for filing are

<u>Wenthur</u>	<u>Dane</u>		
<small>(Last)</small>	<small>(First)</small>	<small>(Middle)</small>	<small>(Suffix)</small>
<u>4121 Napier St</u>			
<small>(Street number and name or Post Office Box information)</small>			
<hr/>			
<u>San Diego</u>	<u>CA</u>	<u>92110</u>	
<small>(City)</small>	<small>(State)</small>	<small>(ZIP Postal Code)</small>	
<u></u>	<u>United States</u>		
<small>(Province - if applicable)</small>	<small>(Country)</small>		

(If applicable, adopt the following statement by marking the box and include an attachment.)

- ☐ This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

2011-05-15 PM 1:50
OFFICE OF STATE
TALLAHASSEE, FL



Document must be filed electronically.
Paper documents are not accepted.
Fees & forms are subject to change.
For more information or to print copies
of filed documents, visit www.coloradosos.gov.

Colorado Secretary of State
Date and Time: 07/19/2024 04:11 PM
ID Number: 20241753764
Document number: 20241753764
Amount Paid: \$100.00

ABOVE SPACE FOR OFFICE USE ONLY

Articles of Organization

filed pursuant to § 7-90-301 and § 7-80-204 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name of the limited liability company is

Tortuga Marine, LLC

(The name of a limited liability company must contain the term or abbreviation "limited liability company", "Ltd. liability company", "limited liability co.", "Ltd liability co.", "limited", "LLC", "llc", or "Ltd." See §7-90-601 C.R.S.)

(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

2. The principal office address of the limited liability company's initial principal office is

Street address

44 Cook St Ste 100

(Street number and name)

Denver

(City)

CO

(State)

80206

(ZIP/Postal Code)

United States

(Country)

(Province - if applicable)

Mailing address

(leave blank if same as street address)

(City)

(State)

(ZIP/Postal Code)

(Province - if applicable)

(Country)

3. The registered agent name and registered agent address of the limited liability company's initial registered agent are

Name

(if an individual)

(Last)

(First)

(Middle)

(Suffix)

or

(if an entity)

Pacific Registered Agents, Inc.

(Caution: Do not provide both an individual and an entity name.)

Street address

44 Cook St Ste 100

(Street number and name)

Denver

(City)

CO

(State)

80206

(ZIP Code)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City) (State) (ZIP Code)

(The following statement is adopted by marking the box.)

☒ The person appointed as registered agent has consented to being so appointed.

4. The true name and mailing address of the person forming the limited liability company are

Name
(if an individual)

(Last) (First) (Middle) (Suffix)

or

(if an entity)

Wenthur Law Group, LLP

(Caution: Do not provide both an individual and an entity name.)

Mailing address

4121 Napier St

(Street number and name or Post Office Box information)

San Diego

(City)

CA

(State)

92110

(ZIP/Postal Code)

United States

(Province - if applicable)

(Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

☐ The limited liability company has one or more additional persons forming the limited liability company and the name and mailing address of each such person are stated in an attachment.

5. The management of the limited liability company is vested in

(Mark the applicable box.)

☒ one or more managers.

or

☐ the members.

6. (The following statement is adopted by marking the box.)

☒ There is at least one member of the limited liability company.

7. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

☐ This document contains additional information as provided by law.

8. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are _____
(mm dd yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

9. The true name and mailing address of the individual causing the document to be delivered for filing are

Wenthur	Dane		
<small>(Last)</small>	<small>(First)</small>	<small>(Middle)</small>	<small>(Suffix)</small>
4121 Napier St			
<small>(Street number and name or Post Office Box information)</small>			
San Diego		CA	92110
<small>(City)</small>	<small>(State)</small>	<small>(ZIP/Postal Code)</small>	
United States			
<small>(Province - if applicable)</small>	<small>(Country)</small>		

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

- ☐ This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

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2024 JUN 15 PM 1:50
CLERK OF STATE
TALLAHASSEE, FL