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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

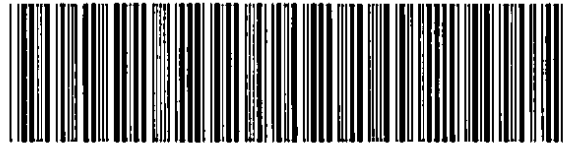
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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12/21/21--01009--013 **180.00

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2021 DEC 21 PM 2:52
TALLAHASSEE, FL

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2021 DEC 22 PM 3:34
TALLAHASSEE, FL



**CAPITOL
SERVICES**

Filing Cover Sheet

To: Florida Division of Corporations

From: TAYLOR SEAY C/O Capitol Services, Inc.

Date: 12/21/2021

Trans#: 1259925

Entity Name: KLEENCO GROUP, INC. (HI) CONVERTING INTO KLEENCO GROUP, LLC (FL)

Articles Incorporation/Formation ()

Articles of Amendment ()

Articles of Dissolution ()

Annual Report ()

Conversion (XX)

Fictitious Name ()

Foreign Qualification ()

Limited Liability ()

Limited Partnership ()

Merger ()

Reinstatement ()

Withdrawal / Cancellation ()

Other ()

STATE FEES PREPAID WITH CHECK #2486 FOR \$180.00

PLEASE RETURN:

Certified Copy (XX)

Plain Photocopy ()

Good Standing ()

Certificate of Fact ()

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

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:
KLEENCO GROUP, INC.

(Enter Name of Other Business Entity)

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

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

on June 22, 1990
(date of organization, formation or incorporation)

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

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: December 21, 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.

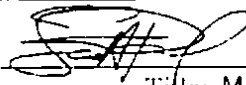
5. The plan of conversion has been approved in accordance with all applicable statutes.

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.

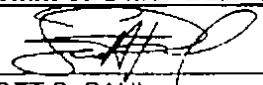
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SECRETARY OF STATE
TALLAHASSEE, FL

Signed this 21st day of DECEMBER 2021

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 
Printed Name: SCOTT B. PAUL Title: MANAGER

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

Signature: 
Printed Name: SCOTT B. PAUL Title: PRESIDENT

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
OF
KLEENCO GROUP, LLC**

The undersigned does hereby execute these Articles of Organization, effective as of December 21, 2021, for the purpose of forming a limited liability company under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the limited liability company shall be:

"KLEENCO GROUP, LLC"

**ARTICLE II
PERIOD OF DURATION**

The period of duration of the limited liability company shall be perpetual.

**ARTICLE III
PURPOSES**

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

**ARTICLE IV
ADDRESS AND PLACE OF BUSINESS**

The street address of the principal office and the mailing address for the limited liability company is the following:

1718 Hau Street,
Honolulu, Hawaii 96819

**ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the limited liability company's initial registered office in Florida is 217 N. Howard Avenue, Suite 200, Tampa, Florida 33606, and the name of its initial registered agent is Bryson Raver. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 605, Florida Statutes.

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ARTICLE VI MANAGEMENT

All powers of the limited liability company shall be exercised by or under the authority of, and the business and affairs of the limited liability company shall be managed by or under the direction of the managers of the limited liability company. The Board of Managers of this limited liability company shall consist of a number of persons elected in the manner prescribed in the Operating Agreement of the limited liability company. The initial Board of Managers shall consist of one (1) individual. Each manager shall serve a term of the greater of (i) one year, or (ii) the period from his or her election until the election of his or her successor; provided, however, any manager may be removed as provided in the Operating Agreement of the limited liability company. The names and current address of the managers who are to serve as the initial managers until the first annual meeting of members and until his or her respective successor is elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
Scott B. Paul	1718 Hau Street, Honolulu, Hawaii 96819

ARTICLE VII RESTRICTIONS ON MEMBERSHIP

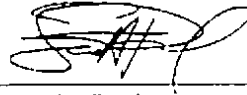
New members shall be admitted to the limited liability company upon approval by the Board of Managers. Contributions required of a new member shall be determined by the Board of Managers as of the time of the admission of the new member to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except in accordance with the Operating Agreement of the limited liability company.

ARTICLE VIII ACKNOWLEDGMENT

The undersigned, being an authorized representative of a member of the limited liability company, does hereby certify that the foregoing constitutes the Articles of Organization of Kleenco Group, LLC. These Articles of Organization may be amended from time to time in the manner now or hereafter prescribed in the Operating Agreement of the limited liability company consistent with the laws of the State of Florida.

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IN WITNESS THEREOF, the undersigned has executed these Articles of Organization effective as of December 21, 2021.

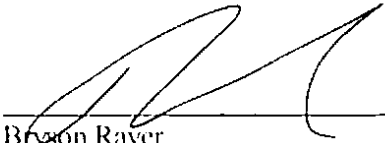
A handwritten signature in black ink, appearing to be "S. B. Paul", written over a horizontal line.

Scott B. Paul

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of KLEENCO GROUP, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations imposed by Section 605, Florida Statutes.

Effective as of December 21, 2021.


Byron Raver