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TALLAHASSEE, FL



## **Filing Cover Sheet**

**To:** Florida Division of Corporations

**From:** LESLIE SELLERS C/O Capitol Services, Inc.

**Date:** 1/3/2022

**Trans#:** 1261665

**Entity Name:** AEROPEC INTERNATIONAL CORP. (FL) CONVERTING INTO  
AEROPEC INTERNATIONAL, LLC (FL)

Articles of Incorporation ( )

Articles of Dissolution ( )

Conversion (xxx)

Foreign Qualification ( )

Limited Partnership ( )

Reinstatement ( )

Other ( )

Articles of Amendment ( )

Annual Report ( )

Fictitious Name ( )

Limited Liability ( )

Merger ( )

Withdrawal / Cancellation ( )

Partnership Registration ( )

**STATE FEES PREPAID WITH CHECK #2508 FOR \$180.00**

**PLEASE RETURN:**

**Certified Copy (XXX) Plain Stamped Copy ( )**

**Good Standing ( ) Certificate of Fact ( )**

**ARTICLES OF CONVERSION  
FOR  
FLORIDA CORPORATION  
INTO  
FLORIDA LIMITED LIABILITY COMPANY**

These Articles of Conversion and attached Articles of Organization are submitted to convert the following Florida Corporation into a Florida Limited Liability Company in accordance with Section 607.11933 of the Florida Business Corporation Act and Section 605.1045 of the Florida Revised Limited Liability Company Act.

1. The name of the converting entity immediately prior to the filing of these Articles of Conversion is AEROPEC INTERNATIONAL CORP.

2. The converting entity is a corporation first incorporated under the laws of the State of Florida on February 10, 2011 and was assigned Document Number P11000014868.

3. The name of the converted entity as set forth in the attached Articles of Organization is AEROPEC INTERNATIONAL, LLC, and shall be a limited liability company organized and formed under the laws of the State of Florida.

4. The conversion shall be effective on the date of filing.

5. The plan of conversion has been approved in accordance with the Florida Business Corporation Act, the Florida Revised Limited Liability Company Act and all other applicable statutes.

6. The converted entity has agreed to pay any shareholders or members having appraisal rights the amount to which such members are entitled under the Florida Business Corporation Act or the Florida Revised Limited Liability Company Act, as applicable.

(SIGNATURES ON FOLLOWING PAGE)

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Signed on this 30<sup>th</sup> day of December, 2021.

**CONVERTING ENTITY**

AEROPEC INTERNATIONAL CORP.,  
a Florida corporation

By: Geoffrey Pecknold  
Geoffrey Pecknold, President

**CONVERTED ENTITY**

AEROPEC INTERNATIONAL, LLC,  
a Florida limited liability company

By: Geoffrey Pecknold  
Geoffrey Pecknold, Manager

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[SIGNATURE PAGE TO ARTICLES OF CONVERSION FOR  
AEROPEC INTERNATIONAL]

**EXHIBIT A**  
**ARTICLES OF ORGANIZATION**

See attached.

**ARTICLES OF ORGANIZATION**  
**OF**  
**AEROPEC INTERNATIONAL, LLC**

The undersigned, acting as the organizer and authorized representative of **AEROPEC INTERNATIONAL, LLC**, under the Florida Revised Limited Liability Company Act, Chapter 605, Fla. Stat., adopts the following Articles of Organization:

**ARTICLE I – Name:**

The name of the limited liability company is: AEROPEC INTERNATIONAL, LLC (the “Company”).

**ARTICLE II – Address:**

The mailing address and street address of the principal office of the limited liability company is: 9735 NW 76<sup>th</sup> Street, Tamarac, Florida 33321.

**ARTICLE III – Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the operating agreement of the Company in effect from time to time (the “Operating Agreement”).

**ARTICLE IV – Management:**

The Company is to be managed by managers. The managers shall be elected in the manner prescribed by the Operating Agreement. The name and address of the initial manager is:

Geoffrey Pecknold  
9735 NW 76<sup>th</sup> Street  
Tamarac, Florida 33321

**ARTICLE V – Admission of Members:**

The Company shall admit members only in the manner prescribed by the Operating Agreement.

**ARTICLE VI – Adoption of Operating Agreement:**

The Company shall adopt an Operating Agreement, which may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 605, Fla. Stat.

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#### **ARTICLE VII – Initial Registered Agent and Office:**

The initial registered agent for the Company is: Capitol Corporate Services, Inc., and the street address of the Company's initial registered office is: 515 East Park Avenue, 2<sup>nd</sup> Floor, Tallahassee, Florida 32301.

#### **ARTICLE VIII – Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in the manner prescribed by the Operating Agreement.

#### **ARTICLE IX – Indemnification:**

Each individual or entity who is or was a member or manager of the Company (and the heirs, executor, personal representatives, administrators, successors, and assigns of such individual or entity) who was, or is, made a party to, or is involved in any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that such person is or was a member or manager of the Company (each, an "Indemnatee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, each Indemnatee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnatee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, or under any provision of these Articles of Organization, the Operating Agreement, or any other agreement, vote of members, or otherwise. Any repeal or amendment of this Article shall not adversely affect any right or protection of a member, manager, or officer existing at the time of such repeal or amendment.

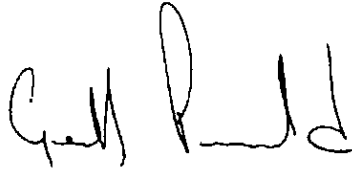
#### **ARTICLE X – Continuation of Business:**

Unless dissolved in accordance with the Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

*[Remainder of Page Intentionally Blank. Signature Page Follows.]*

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**IN WITNESS WHEREOF**, the undersigned Authorized Representative has executed these Articles of Organization to be effective on the date of their filing with the Florida Secretary of State.

A handwritten signature in black ink, appearing to read 'Geoff Pecknold', written over a horizontal line.

By: \_\_\_\_\_  
**GEOFFREY PECKNOLD**, as Authorized  
Representative

SIGNATURE PAGE TO ARTICLES OF ORGANIZATION OF  
AEROPEC INTERNATIONAL, LLC

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

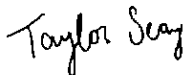
PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: AEROPEC INTERNATIONAL, LLC.
2. The name and address of the registered agent and office is:

Capitol Corporate Services, Inc.  
515 East Park Avenue, 2<sup>nd</sup> Floor  
Tallahassee, Florida 32301

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.

Capitol Corporate Services, Inc.

 Taylor Seay, as Asst  
Secretary on behalf of  
By, \_\_\_\_\_ Capitol Corporate Services, Inc.

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