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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

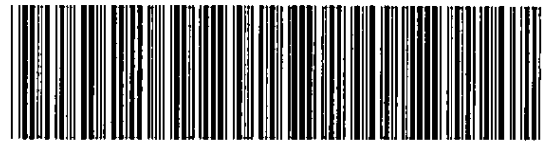
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Quantum Talent 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:

Ronald Rohde

(Contact Person)

Law Office of Ronald Rohde, PLLC

(Firm/Company)

8350 N Central Expressway, Suite 1900

(Address)

Dallas, Texas 75206

(City, State and Zip Code)

ron@ronaldrohdelaw.com

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

For further information concerning this matter, please call:

Luke Hampton

(Name of Contact Person)

at (512) 851-3875

(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)

☒ \$150.00 Filing Fees
(S25 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
"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:
Quantum Talent Group LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a 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 California
(Enter state, or if a non-U.S. entity, the name of the country)

on December 18, 2019
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
Quantum Talent Group LLC
(Enter Name of Florida Limited Liability Company)

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

(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.)

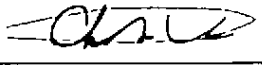
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 Chris Vasquez day of 11/12 2021.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 

Printed Name: Chris Vasquez Title: Member

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

Signature: 

Printed Name: Chris Vasquez Title: Member

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:

Quantum Talent 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:

2900 NE 7th Ave

Unit #4704

Miami, FL 33137

Mailing Address:

2900 NE 7th Ave

Unit #4704

Miami, FL 33137

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:

RONALD ZOWDE

Name

7350 SW 89th St #100

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

Miami

FL 33156

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)

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:

Chris Vasquez

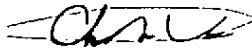
7901 4th Street N

St. Petersburg, FL 33702

(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.

Chris Vasquez

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)

AFFIDAVIT

This affidavit hereby certifies that I, the undersigned, no longer wish to use the previously dissolved entity, Quantum Talent Group LLC (Doc. #L21000311605) and instead wish to convert the California limited liability company of the same name (Doc. #W21000159462) forming a new entity in the State of Florida.

I further certify that:

- A) I am to act on behalf of Quantum Talent Group LLC, a Florida limited liability company (Doc #L21000311605).
- B) I am authorized to act on behalf of Quantum Talent Group LLC, formerly a California limited liability company (Doc. #W21000159462).
- C) The above statements are true and correct.

SIGNOR:

By: 

Name: Ronald Rohde

Title: Attorney-in-fact

NOTARIS
131 2022



Secretary of State Certificate of Status

I, SHIRLEY N. WEBER, Ph.D., Secretary of State of the State of California, hereby certify:

Entity Name: QUANTUM TALENT GROUP LLC
File Number: 201935810396
Registration Date: 12/18/2019
Entity Type: DOMESTIC LIMITED LIABILITY COMPANY
Jurisdiction: CALIFORNIA
Status: ACTIVE (GOOD STANDING)

As of December 6, 2021 (Certification Date), the entity is authorized to exercise all of its powers, rights and privileges in California.

This certificate relates to the status of the entity on the Secretary of State's records as of the Certification Date and does not reflect documents that are pending review or other events that may affect status.

No information is available from this office regarding the financial condition, status of licenses, if any, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of December 7, 2021.

A handwritten signature in black ink, appearing to read "Shirley N. Weber".

SHIRLEY N. WEBER, Ph.D.
Secretary of State

Certificate Verification Number: ZVNV7VY

To verify the issuance of this Certificate, use the Certificate Verification Number above with the Secretary of State Certification Verification Search available at webbizfile.sos.ca.gov/certification/index.

**PLAN OF CONVERSION
TO
LIMITED LIABILITY COMPANY**

THIS PLAN OF CONVERSION (this "Plan") is hereby adopted this 12th day of November, 2021, by Chris Vasquez, an individual (the "Sole Shareholder"), the sole shareholder of Quantum Talent Group LLC, a California limited liability company (the "Company").

RECITALS

WHEREAS, the Company is a California limited liability company, formed December 18, 2019; and

WHEREAS, the Sole Shareholder desires to convert the Company to Quantum Talent Group LLC, a Florida limited liability company ("QTG LLC").

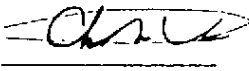
NOW THEREFORE, the Sole Shareholder hereby adopts the following:

1. The Sole Shareholder hereby approves the conversion of the Company to QTG LLC (the "Conversion").
2. The Sole Shareholder intends the Company to continue its existence as a Florida limited liability company after its conversion to QTG LLC.
3. The Sole Shareholder's percentage interest in QTG LLC shall be equal to the Sole Shareholder's percentage interest in the Company.
4. The Florida Certificate of Conversion converting the Company to QTG LLC is attached hereto as Exhibit A.
5. The Florida Articles of Organization for QTG LLC is attached hereto as Exhibit B.
6. The California Certificate of Conversion converting the Company to QTG LLC is attached hereto as Exhibit C.
7. The Amended Operating Agreement for QTG LLC is attached hereto as Exhibit D.
6. The Conversion shall be effective upon filing of the Certificate of Conversion with the Secretary of State of the State of Florida.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, this Plan is executed by the Sole Shareholder as of the date first written above.

Chris Vasquez.. as sole shareholder

By: 

Name: Chris Vasquez

Title: Manager