

L22000057206

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

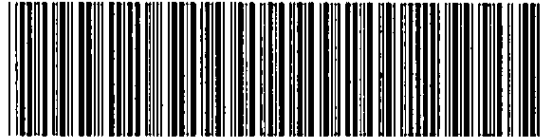
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(Signature)
2/14/22

FILED
2022 JAN 24 AM 12:47
CLERK OF COURT
TALLAHASSEE, FL

M

Amos Damon

4281 14th Ave SE
Naples, FL 34117
646-469-6931

January 19, 2022

Sent by U.S. Priority Mail

No.: 9405511699000578686289

New Filing Section

Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Conversion of RepCloud, LLC, a New Jersey limited liability company, to
RepCloud, LLC, a Florida limited liability company

Dear Sir or Madame:

RepCloud, LLC, a New Jersey limited liability company, hereby applies to the Secretary
of State of the State of Florida to convert to RepCloud, LLC, a Florida limited liability company.
In accordance with the Florida Business Organizations Code, the converting company submits
the
following original documents:

1. Plan of Conversion;
2. Articles of Organization (for RepCloud, LLC, a Florida limited liability
company); and
3. Articles of Conversion.

In addition, payment of \$150.00 on check #469 is included for payment of the filing fees. Also
included is a self-addressed stamped envelope for the return of a file-stamped copy.

Please direct any return responses to the undersigned telephone number and return address.

Telephone: (646) 469-6931


Return Address: 4281 14th Ave SE, Naples, FL 34117

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JAN 24 2022

New Filing Section
Division of Corporations
January 19, 2022
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Do not hesitate to contact us with any questions or concerns.

Very truly yours,



Amos Damon

2022 JAN 24 PM 12:47
FALLS CHURCH, VA

**PLAN OF CONVERSION
FOR
REPCLOUD, LLC
A NEW JERSEY LIMITED LIABILITY COMPANY
INTO
REPCLOUD, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

THIS PLAN OF CONVERSION is entered into on January 19, 2022 by
REPCLOUD, LLC, a New Jersey limited liability company, which under the laws of
the State of Florida is converting to a Florida limited liability company.

1. REPCLOUD, LLC, a New Jersey limited liability company, hereby adopts
this Plan of Conversion, in order to convert to a Florida limited liability company
known as REPCLOUD, LLC, a Florida limited liability company.

2. The member interests in the Converting Entity, REPCLOUD, LLC, a New
Jersey limited liability company, will be converted to member interests in the
Converted Entity, REPCLOUD, LLC, a Florida limited liability company,
on a straight one-for-one exchange.

3. The Articles of Organization of REPCLOUD, LLC, a Florida limited
liability company, is attached as Exhibit A to this Plan.

4. The conversion will become effective after the issuance of a Certificate of Conversion
by the Florida Secretary of State.

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[Signature Page to Plan of Conversion]

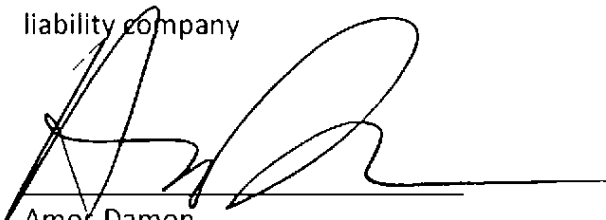
IN WITNES WHEREOF, this Plan of Conversion was executed by the authorized manager as of the date first written above.

Signature of Authorized Representative of
RepCloud, LLC, a Florida limited liability
company

A handwritten signature in black ink, appearing to be 'Amos Damon', written over a horizontal line.

Amos Damon
Manager

Signature of Authorized Representative of
RepCloud, LLC, a New Jersey limited
liability company

A handwritten signature in black ink, appearing to be 'Amos Damon', written over a horizontal line.

Amos Damon
Manager

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FALLS CHURCH, VA
[Illegible text]

**ARTICLES OF ORGANIZATION
OF
REPCLOUD, LLC**

1. Name The name of this limited liability company is REPCLOUD, LLC, a Florida limited liability company (the "Company"), and it shall be formed as a limited liability company under Chapter 605 of the laws of the State of Florida.

2. Duration The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of the State of Florida.

4. Place of Principal Office The mailing and street address of the Company's principal office is at 4281 14th Ave SE, Naples FL 34117.

5. Registered Agent and Office The name of the initial registered agent of the Company is Amos Damon. The street address of the initial registered agent of the Company is 4281 14th Ave SE, Naples FL 34117

6. Management of the Company The Company shall be managed by one or more managers and is, therefore, a manager managed company. The initial Manager(s) of the Company shall be:

Amos Damon
4281 14th Ave SE
Naples, FL 34117

The undersigned executed these Articles of Organization on the 19th day of January, 2022.

In accordance with Section 605, Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Amos Damon
Member & Manager

2022 JAN 24 AM 12
FILED

ARTICLES OF CONVERSION
FOR
REPCLOUD, LLC
A NEW JERSEY LIMITED LIABILITY COMPANY
INTO
REPCLOUD, LLC,
A FLORIDA LIMITED LIABILITY COMPANY

1. Name. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is RepCloud, LLC.

2. Type of Other Business Entity. The Other Business Entity is a New Jersey limited liability company first organized under the laws of the State of New Jersey on October 27, 2022 and assigned identification number 0450440556 / EIN 84-3819053.

3. Florida Entity. The name of the Florida limited liability company is RepCloud, LLC. as set forth in the attached Articles of Organization.

4. Effective Date. The effective date of this filing shall be upon filing with the Secretary of State of the State of Florida.

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

6. Appraisal Rights. RepCloud, LLC, has agreed to pay any members having appraisal rights the amount to which such members are entitled under SS. 605.1006 and 605.1061-6051072, F.S.

[Signatures on Following Page]

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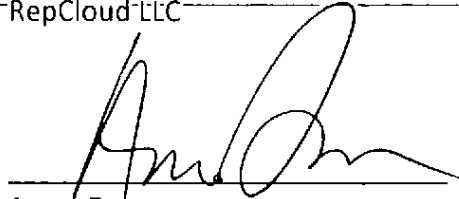
[Signature Page to Articles of Conversion]

The undersigned executed these Articles of Organization on the 23'd day of September, 2020.

In accordance with Section 605, Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

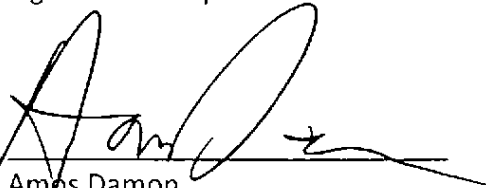
Signature of Authorized Representative of

RepCloud LLC

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

Amos Damon
Manager

Signature of RepCloud LLC

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

Amos Damon
Manager

2022 JAN 24 AM 12
RECORDED
TALLAHASSEE