

L22000534979

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

... filed Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500397788295

S. CHATHAM
DEC 28 2022

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2022 DEC 27 PM 3:43

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2022 DEC 27 PM 3:43

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Trinity Air 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:

Susan VanWagoner

(Contact Person)

Stinson LLP

(Firm/Company)

1201 Walnut Street, Suite 2900

(Address)

Kansas City, MO 64106

(City, State and Zip Code)

cmayer@rbccorp.com

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

For further information concerning this matter, please call:

Susan VanWagoner at (816) 691-3124

(Name of Contact Person)

(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

CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312

850-656-4724

Date: 12/27/2022

Acc#I20160000072

en: c DW

Name:	TRINITY AIR LLC
Document #:	
Order #:	14694433 - 28

Certified Copy of Arts & Amend:	<input type="checkbox"/>			
Plain Copy:	<input type="checkbox"/>			
Certificate of Good Standing:	<input type="checkbox"/>			
Certified Copy of	<input type="checkbox"/>			
Apostille/Notarial Certification:	<input type="checkbox"/>		Country of Destination:	
			Number of Certs:	

Filing: <input checked="" type="checkbox"/>	Certified: <input checked="" type="checkbox"/>
	Plain: <input type="checkbox"/>
	COGS: <input type="checkbox"/>

Email Address for Annual Report Notifications:

cmayer@rbccorp.com

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ 180.00

Thank you!

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

RECEIVED
JUL 11 2020
CLERK OF COURT
JUL 11 2020

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:
Trinity Air 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 Kansas
(Enter state, or if a non-U.S. entity, the name of the country)

on July 7, 2020
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
Trinity Air 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 22 day of December 2022.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Carl J. Mayer
Printed Name: Carl J. Mayer Title: President of Member

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

Signature: Carl J. Mayer
Printed Name: Carl J. Mayer 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)

RECEIVED
2022 DEC 27
11:00 AM
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
IN FLORIDA
TALLAHASSEE, FLORIDA

**STATEMENT OF CONSENT
OF THE SOLE MEMBER
OF
TRINITY AIR LLC**

The undersigned sole member (the "Member") of Trinity Air LLC, a Kansas limited liability company (the "Company"), does hereby consent to the adoption of, and does hereby adopt, the following resolutions:

WHEREAS, the Member of the Company deems it in the best interest of the Company to convert the Company from a Kansas limited liability company to a Florida limited liability company (the "FL Conversion");

NOW, THEREFORE, BE IT RESOLVED, that the FL Conversion, and all documents and transactions related thereto, be and each of them hereby is approved and adopted by the Member.

FURTHER RESOLVED, that the Member is authorized, empowered and directed to take all actions and complete all steps required to effect the FL Conversion, and that the overall purpose and result of the FL Conversion be, and hereby are approved.

FURTHER RESOLVED, that the Member is authorized, empowered and directed to execute and deliver such necessary documentation as is required to effect the FL Conversion, in the name of and on behalf of the Company.

FURTHER RESOLVED, that the Member is authorized, empowered and directed to take all such further actions and to execute and deliver, in the name of and on behalf of the Company, any and all such further documents and instruments, and to pay all such expenses, as they or any of them may deem necessary, desirable, advisable or appropriate to effectuate or carry out the purposes of any and all of the foregoing resolutions and the actions contemplated thereby; and that the taking of each such action, the execution and delivery of each such document or instrument, and the payment of each such expense shall be conclusive evidence of its necessity or advisability.

FURTHER RESOLVED, that any and all actions heretofore taken by Member in connection with the matters contemplated by the foregoing resolutions be, and the same hereby are, in all respects ratified, confirmed and approved.

STATE OF FLORIDA
COUNTY OF DALLAS
JAN 27 2017

Dated: December 22, 2022

MEMBER:

Innovest Holdings, Inc.

DocuSigned by:

Carl J. Mayer

Name: Carl J. Mayer

Title: President

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2022 DEC 27

**PLAN OF CONVERSION
FOR
TRINITY AIR LLC
(A Kansas Limited Liability Company)**

The undersigned, on behalf of Trinity Air LLC, a Kansas limited liability company, for the purpose of converting to a Florida limited liability company pursuant to K.S.A. 17-78-401 through 17-78-406 and Section 605.1045 of the Florida Statutes, hereby states as follows:

1. The name of the converting organization is Trinity Air LLC, a Kansas limited liability company ("Converting Company").
2. The name of the converted organization will be Trinity Air LLC, a Florida limited liability company ("Converted Company").
3. The Converted Company will be a limited liability company formed under the laws of the State of Florida.
4. The Converting Company is continuing its existence in the form of a limited liability company as the Converted Company.
5. The effective date of the conversion shall be the date of filing Articles of Conversion with the Florida Department of State (the "Effective Date").
6. On the Effective Date, one hundred percent (100%) of the outstanding membership interests of the Converting Company shall be exchanged for one hundred percent (100%) of the outstanding membership interests of the Converted Company.
7. The Converted Company shall be member-managed, and on the Effective Date, the sole member of the Converting Company shall become the sole member of the Converted Company, and hold the same percentage interests in the Converted Company that it held in the Converting Company. Further, on the Effective Date, the sole member of the Converted Company shall adopt a limited liability company operating agreement addressing other matters necessary in connection with the organization of the Converted Company.
8. On the Effective Date, the operating agreement of the Converting Organization shall be deemed terminated.
9. In accordance with Section 605.1045 of the Florida Statutes, the Converted Company shall for all purposes continue to be the same organization as the Converting Company, and shall be considered to have been organized on the date that the Converting Company was originally organized; provided, however, that the Converted Company shall be a Florida limited liability company. Upon the Effective Date:

- a. the Converting Company shall continue to exist, without interruption, but in the form of the Converted Company (as a Florida limited liability company) rather than in its prior organizational form (as a Kansas limited liability company);
 - b. all right, title, and interest to all real estate and other property owned by the Converting Company shall continue to be owned by the Converted Company in its new organizational form without reversion or impairment, without further act or deed, and without any transfer or assignment having occurred, but subject to any existing liens and other encumbrances thereon;
 - c. all liabilities and obligations of the Converting Company shall continue to be liabilities and obligations of the Converted Company in its new organizational form without impairment or diminution by reason of the conversion; and
 - d. all rights of creditors or other parties with respect to or against the prior interest holders or other owners of the Converting Company in their capacities as such in existence as of the Effective Date of the conversion will continue in existence as to those liabilities and obligations and may be pursued by such creditors and obligees as if the conversion had not occurred.
10. There are no terms and conditions of the proposed conversion other than the terms and conditions contained in this Plan of Conversion.
 11. A copy of the Articles of Organization of the Converted Company is attached hereto as Schedule A, and shall be the Articles of Organization of the Converted Company on the Effective Date.

COPIED 12/27/27
11:07

IN WITNESS WHEREOF, the undersigned adopt this Plan of Conversion as of this 22nd day of December, 2022.

SOLE MEMBER:

Innovest Holdings, Inc.

DocuSigned by:

Carl J. Mayer

778A022DFEEF4B2
Name: Carl J. Mayer
Title: President

2022 DEC 27 17:11:57
C. J. Mayer

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Trinity Air 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:

1091 W. Morse Blvd., Suite 200
Winter Park, FL 32789

Mailing Address:

1091 W. Morse Blvd., Suite 200
Winter Park, FL 32789

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:

C T Corporation System

Name

1200 South Pine Island Road

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

Plantation

FL 33324

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..

Laura Broderick

Registered Agent's Signature (REQUIRED)

Laura Broderick
Assistant Secretary

(CONTINUED)

22 DEC 27
BOSTON, MA

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:

Innovest Holdings, Inc.

1091 W. Morse Blvd., Suite 200

Winter Park, FL 32789

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

REQUIRED SIGNATURE:

Digitized by
Carl J. Mayer
11/02/2019 11:11 AM

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.

Carl J. Mayer

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)

2019-03-27 PM 11:37