

L23000337753

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

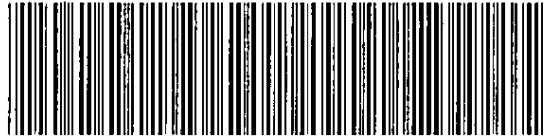
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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06/27/23--01005--026 **185.00

2023 JUN 27 AM 7:32
FILING OFFICE

LACKI & COMPANY, LLC

5425 Wisconsin Avenue
Suite 600
Chevy Chase, MD 20815

Phone: 301.867.7784
Fax: 240.465.2335
DJLACKI@LACKICO.COM
www.LACKICO.com

June 26, 2023

VIA FEDERAL EXPRESS

New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Re: Filing of the Articles of Conversion and Organization of Atruity, LLC

Dear Clerk of the Division of Corporations:

Enclosed herewith please find and accept for filing with the Division of Corporations the Articles of Conversion, Articles of Organization of Atruity, LLC, along with a check in the amount of \$185.00 for the required filing fees, 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:


David J. Lacki
Lacki & Company, LLC
5425 Wisconsin Avenue, Suite 600
Chevy Chase, MD 20815

Email: djlacki@lackico.com

For further information concerning this matter, please call David J. Lacki at (703) 244-0812.

Upon issuance, please return an original copy of the State Certificate certifying the organization of Atruity, LLC to my attention at the address listed above.

Warmest regards,


Audrey Yankah
Paralegal

Enclosure(s)

Check# _____

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Atruity, 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:

Tim Meinhardt

(Contact Person)

Atruity, LLC

(Firm/Company)

1343 Main St. Suite 705

(Address)

Sarasota, FL 34236

(City, State and Zip Code)

tim@atruity1.com

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

For further information concerning this matter, please call:

Tim Meinhardt

(Name of Contact Person)

at (301) 938-6763

(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
(\$25 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:
Atruity, 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 Maryland
(Enter state, or if a non-U.S. entity, the name of the country)

on June 25, 2018
(date of organization, formation or incorporation)

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

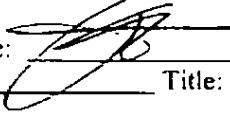
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 26 day of June 2023.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 

Printed Name: Tim Meinhardt

Title: Founder

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

Signature: _____

Printed Name: _____ Title: _____

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)

ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED

2023 JUN 27 AM 7:32

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Atruity, 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:

Tim Meinhardt

1343 Main St. Suite 705

Sarasota, FL 34236

Mailing Address:

Tim Meinhardt

1343 Main St. Suite 705

Sarasota, FL 34236

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:

CT Corporation System

Name

1200 South Pine Island Road, Suite 250

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..

Madonna Cuddihy

Registered Agent's Signature (REQUIRED)

Madonna Cuddihy, Assistant Secretary

(CONTINUED)

FILED - SECRETARY

2023 JUL 27 AM 7:32

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:

Tim Meinhardt

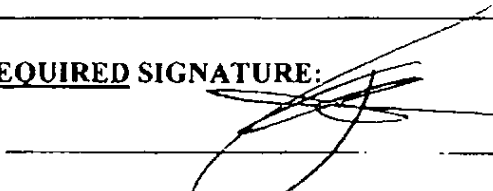
1343 Main St. Suite 705

Sarasota, FL 34236

(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.

Tim Meinhardt

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)

**ARTICLES OF ORGANIZATION OF
ATRUITY, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, desiring to form a limited liability company under the laws of the State of Florida, hereby signs and delivers to the Florida Division of Corporations, these Articles of Organization pursuant to Chapter 605 of Title XXXVI of the Florida Statutes.

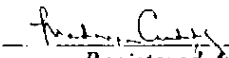
**ARTICLE I
Name of Limited Liability Company**

The name of the limited liability company is "ATRUITY, LLC" (the "Company").

**ARTICLE II
Registered Office, Agent and Registered Agent's Signature**

The address of the Company's initial registered office is 1200 S. Pine Island Road, Plantation, FL 33324. The registered agent for the Company is CT Corporation System, a Florida resident agent.

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
Madonna Cuddihy, Assistant Secretary

**ARTICLE III
Principal Office and Mailing Address**

The principal office of the Company is 1343 Main St. Suite 705, Sarasota, FL 34236. The mailing address of the Company is 1343 Main St. Suite 705, Sarasota, FL 34236.

**ARTICLE IV
Name and Address of Manager(s) and Authorized Member(s)**

- | | |
|----------------------------|--|
| 1. Tim Meinhardt – Founder | 1343 Main St. Suite 705, Sarasota, FL 34236. |
|----------------------------|--|

[CONTINUED]

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FILED
CLERK OF COURT
JULY 10 2023

ARTICLE V
Written Operating Agreement

The Company shall have a written operating agreement, and any amendments or restatements thereof shall be in writing. No oral agreement among any of the members and/or the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Company, as amended and in existence from time to time.

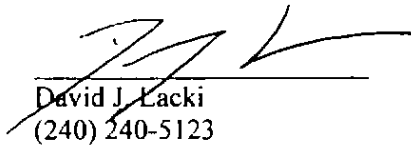
ARTICLE V
Member-Managed

The Company shall be a member-managed limited liability company.

ATRUITY, LLC

DATED this 23rd day of June 2023.

AUTHORIZED REPRESENTATIVE:



David J. Lacki
(240) 240-5123

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.

**ARTICLES OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
A FLORIDA LIMITED LIABILITY COMPANY**

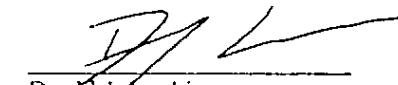
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- 1.The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is **ATRUITY, LLC**.
- 2.The "Other Business Entity" is a Maryland limited liability company, first organized under the laws of Maryland on June 25, 2018.
- 3.The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization: **ATRUITY, LLC**.
4. If not effective on the date of filing, enter the effective date: **July 1, 2023**.
- 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.

ATRUITY, LLC


DATED this 23rd day of June 2023.

AUTHORIZED REPRESENTATIVE:



David J. Lacki
(240) 240-5123

**MANAGER-MEMBER OF
OTHER BUSINESS ENTITY**



Tim Meinhardt