

1-23000447039

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

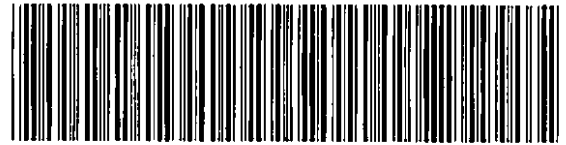
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



S. CHATHAM  
SEP 26 2023  
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## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Genxfinancial, 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:

Jared Mangum

(Contact Person)

Forward Law Firm, P.A.

(Firm/Company)

1615 Woodward St.

(Address)

Orlando, FL 32803

(City, State and Zip Code)

jared@forwardlawfirm.com

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

For further information concerning this matter, please call:

Rebecca Wilbur

at (407) 621-4213

(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  
(\$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

INHS11 (7/17)

**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:  
Genxfinancial, 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 New Hampshire  
(Enter state, or if a non-U.S. entity, the name of the country)

on 01-10-2022  
(date of organization, formation or incorporation)

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

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: 09-30-2023

**(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 1st day of September, 2023 20\_\_\_\_\_.

**Signature of Authorized Representative of Limited Liability Company:**

Signature of Authorized Representative:   
Printed Name: Brian B. Heapps Title: Manager, Authorized Person

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

Signature:   
Printed Name: Brian B. Heapps Title: Manager, Authorized Person

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)

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# ARTICLES OF ORGANIZATION

The undersigned, pursuant to the provisions of Chapter 605 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company, named Genxfinancial, LLC (the "Company"), under the laws of Florida, sets forth the following articles of organization:

## ARTICLE I NAME

The name of the limited liability company is:

Genxfinancial, LLC

## ARTICLE II ADDRESSES

The Company's mailing address is:

12575 Faraday Lane  
Orlando, FL 32827

The Company's principal place of business is located at:

12575 Faraday Lane  
Orlando, FL 32827

## ARTICLE III PURPOSE

The Company is organized for the purpose of conducting any and all business and activities permitted by the Act and any other applicable laws of the State of Florida and the United States of America. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

## ARTICLE IV DURATION

Unless earlier terminated under the Act or the Company's written operating agreement, the duration of the Company is perpetual.


**ARTICLE V  
REGISTERED OFFICE AND AGENT**

The initial registered agent, and registered office in Florida for the Company, is:

Assured Compliance Services, LLC  
1615 Woodward St.  
Orlando, FL 32803

The undersigned is familiar with and accepts the duties and responsibilities as registered agent for the Company stated under § 605.0113(3), Fla. Stat.; namely, (a) to forward to the limited liability company or registered foreign limited liability company, at the address most recently supplied to the agent by the company or foreign limited liability company, a process, notice, or demand pertaining to the company or foreign limited liability company which is served on or received by the agent, and (b) if the registered agent resigns, to provide the notice required under § 605.0115(2) to the company or foreign limited liability company at the address most recently supplied to the agent by the company or foreign limited liability company.

ASSURED COMPLIANCE SERVICES, LLC

By:   
Authorized Representative

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**ARTICLE VI  
CAPITAL CONTRIBUTIONS**

The members may contribute capital to the Company in the manner prescribed by the Company's written operating agreement executed by all members, as it may be amended from time to time.

**ARTICLE VII  
MEMBERSHIP**

Except as expressly provided in a written operating agreement executed by all members, the Company shall have at least one member at all times and may only admit additional members upon the prior, unanimous written agreement of all then-existing managers.

Notwithstanding any oral or written agreement to the contrary, a person or entity who is a prospective member of the Company does not attain status as a member unless the Company has issued to that prospective member a valid equity unit certificate in the name

of the member that is signed by the Company's manager or other duly authorized representative. The certificate need not be sealed. The certificate may be dated on a date that is different from the date of its execution, and, if so dated, a prospective member's status as a member is thereby made effective retroactively or prospectively according to the date written on the certificate. The certificate may be in digital form and maintained by the Company.

#### **ARTICLE VIII EFFECT OF FORECLOSURE AND CHARGING ORDER ON MEMBERSHIP INTEREST**

As long as the Company has more than one member, the remedy of foreclosure or charging order on a judgment debtor's interest in the limited liability company or against rights to distribution from the limited liability company is not available, and if any attempt to foreclose on a member's interest is successful, and the creditor is not a member of the Company or a party controlled or under the direction of a member of the Company, the Company shall immediately purchase the foreclosed interest for \$1.00. If any attempt to enforce a charging order is successful, and the creditor is not a member of the Company or a party controlled or under the direction of a member of the Company, the Company shall no longer issue distributions of profits or losses to the membership interest effected by such an order, until the effect of such an order is removed. Such distributions of profit and losses which would normally be issued to such membership interest effected by a charging order, but are withheld, shall be distributed to the remaining membership interest on a pro rata basis. Nothing in this section should be construed to reduce member's debtor rights under the law. This section does not apply to ownership interest owned by Brian B. Heapps.

#### **ARTICLE IX SECURITY INTEREST IN COMPANY AND COMPANY ASSETS**

No party is granted a consensual security interest in the Company membership interest or assets to pursue the remedies available to a secured creditor under section 605.0503 of the Act or any other law applicable to secured creditors, without the written approval of all Managers.

#### **ARTICLE X CONTINUITY**

Unless otherwise expressly provided in a written operating agreement, on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Acts, would result in dissolution of

the Company, the business of the Company may be continued and the Company will not be dissolved without the written consent of the Company's remaining members.

#### **ARTICLE XI MANAGEMENT**

Unless otherwise as expressly provided in a written operating agreement, the Company will be managed by a manager or managers. The initial manager of the Company and manager address are:

Brian B. Heapps  
12575 Faraday Lane  
Orlando, FL 32827

#### **ARTICLE XII INDEMNITY**

Unless otherwise expressly in a written operating agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

#### **ARTICLE XIII EFFECTIVE DATE**

The effective date of organization for the Company is September 30, 2023.

Signature of the Company's Duly Authorized Representative and Member:



\_\_\_\_\_  
Brian B. Heapps, Sole Member