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Account#: 120000000088

Date: 11/20/2023

Name: CHRIS

Reference #: 2182643

Entity Name: TOXSYNERGY, LLC

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☒ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☐ Other _____

Authorized Amount: \$150.00

Signature: 

• CORPORATE HQ
COGENCY GLOBAL INC
10 E 40TH ST, 10TH FL
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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 Section 605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is: ToxSynergy, LLC (the "**Company**").

2. The "Other Business Entity" is a limited liability company, currently organized under the laws of Virginia on June 5, 2012.

3. Pursuant to Section 605.1046(7), Florida Statutes, a conversion does not require the entity to wind up its affairs and does not constitute or cause the dissolution of the entity.

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

5. These Articles of Conversion are effective on the date of filing.

6. The plan of conversion has been approved in accordance with all applicable statutes.

7. 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.

Remainder of Page Intentionally Blank – Signature Page Follows

2012 06 05 11:15 AM

Signed this 17th day of November, 2023.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative:

Printed Name: Sharon J. Fariss

Title: Manager

DocuSigned by:
Sharon J. Fariss

Signature on behalf of Other Business Entity:

Signature:

Printed Name: Sharon J. Fariss

Title: Manager

DocuSigned by:
Sharon J. Fariss

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ARTICLES OF ORGANIZATION
of
TOXSYNERGY, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, Florida Statutes, Chapter 605 (the "*Act*"), hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I

NAME

The name of the limited liability company shall be ToxSynergy, LLC (the "*Company*"). The mailing and street address of the principal office of the Company shall be 13047 Sandwedge Court, Jacksonville, Florida 32224.

ARTICLE II

PURPOSES AND POWERS

The general purpose for which this Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE III

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent in the State of Florida are Sharon J. Fariss, 13047 Sandwedge Court, Jacksonville, Florida 32224.

ARTICLE IV

ADMISSION OF MEMBERS

No additional members shall be admitted to the Company except as permitted under the terms of the Company's operating agreement, which may be amended from time to time, or in the absence of an operating agreement, by the Act.

ARTICLE V

TERMINATION OF EXISTENCE

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved pursuant to the terms of the Company's operating agreement, which may be amended from time to time, or in the absence of an operating agreement, by the Act.

ARTICLE VI

MANAGERS

The Company shall be managed by one or more managers and is, therefore, a manager-managed limited liability company. The managers shall be elected in the manner set forth in the Operating Agreement of the Company. The managers shall hold the offices and have the responsibilities accorded to them by the members as set forth in the Operating Agreement. The names and addresses of the managers shall be:

Sharon J. Fariss
13047 Sandwedge Court
Jacksonville, Florida 32224

Marc W. Fariss
13047 Sandwedge Court
Jacksonville, Florida 32224

ARTICLE VII

DURATION AND COMMENCEMENT

The Company shall exist perpetually. The Company's existence shall commence on the date these Articles of Organization are executed, except that if they are not filed by the Department of State of the State of Florida within five (5) business days thereafter, the Company's existence shall commence upon filing by the Department of State.

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IN WITNESS WHEREOF, the undersigned made and subscribed these Articles of Organization for the foregoing use and purpose this 17th day of November, 2023.

DocuSigned by:

Sharon J. Fariss

EC198C3F9D694E

Sharon J. Fariss, as Authorized
Representative

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of the Florida Statutes, ToxSynergy, LLC, a Florida limited liability company (the "*Company*"), submits the following statement in designating the registered office/registered agent of the Company in the State of Florida:

1. The name of the Company is ToxSynergy, LLC.
2. The name and address of the registered agent and office are Sharon J. Fariss, 13047 Sandwedge Court, Jacksonville, Florida 32224.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the 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 the Florida Revised Limited Liability Company Act.

DATED: This 17th day of November, 2023.

DocuSigned by:
Sharon J. Fariss
EC:398C1F502B544E
Sharon J. Fariss, as Registered Agent