

L241000234123

(Requestor's Name)

(Address)

(Address)

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☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

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FLORIDA
TALLAHASSEE, FL

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FLORIDA FILING & SEARCH SERVICES, INC.
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155 Office Plaza Dr Ste A Tallahassee FL 32301
PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE: 05/30/2024

NAME: HTS ENVIRONMENTAL SERVICES INC.

TYPE OF FILING: CONVERSION

COST: 150.00

RETURN: PLAIN COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE



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FLORIDA STATE
TALLAHASSEE, FL

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: HTS Environmental Services, 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:

Fady Ghaly

(Contact Person)

Nelson Mullins Riley & Scarborough

(Firm/Company)

390 North Orange Avenue, Suite 1400

(Address)

Orlando, FL 32801

(City, State and Zip Code)

fady.ghaly@nelsonmullins.com

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

For further information concerning this matter, please call:

Peter Schoemann at (407) 6694225

(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

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2024 MAY 30 AM 9:47
TALLAHASSEE, FL
STATE

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:
HTS Environmental Services, Inc.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on October 6, 1999
(date of organization, formation or incorporation)

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

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: 05/30/2024
(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.

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CLERK OF THE FLORIDA DEPARTMENT OF STATE

Signed this 30th day of May 2024.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Milton E. Evans Jr

Printed Name: Milton E. Evans, Jr.

Title: Manager

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

Signature: Milton E. Evans Jr

Printed Name: Milton E. Evans, Jr.

Title: President

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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TALLAHASSEE, FL

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

HTS Environmental Services, 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:

1200 S LEAVITT AVE
ORANGE CITY, FL 32763

Mailing Address:

1200 S LEAVITT AVE
ORANGE CITY, FL 32763

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:

Milton E. Evans, Jr.

Name

1200 S LEAVITT AVE

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

ORANGE CITY, FL 32763

City

Zip

STATE OF FLORIDA
TALLAHASSEE, FL

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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.

Milton E Evans Jr

Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

Name and Address:

Milton E. Evans, Jr.

1333 Washington St

Pierson FL 32180

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

REQUIRED SIGNATURE:

Milton E Evans Jr

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.

Milton E. Evans, Jr.

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)

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TALLAHASSEE FL

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FRANCHISING
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PLAN OF CONVERSION

For the Conversion of

HTS ENVIRONMENTAL SERVICES, INC., a Florida corporation

To

HTS ENVIRONMENTAL SERVICES, LLC, a Florida limited liability company

This Plan of Conversion (hereinafter referred to as this “**Plan**”) is made and adopted as of May 30, 2024, by **HTS ENVIRONMENTAL SERVICES, INC.**, a Florida corporation (the “**Converting Entity**”), for the purposes of converting the Converting Entity into **HTS ENVIRONMENTAL SERVICES, LLC**, a Florida limited liability company (the “**Converted Entity**”), in accordance with Sections 607.11930-607.11932 of the Florida Business Corporation Act (the “**Conversion**”).

1. The Converting Entity is a Florida corporation.
2. The Converted Entity is a Florida limited liability company.
3. On and after the effective date and time of the Conversion, the name of the Converted Entity shall be **HTS ENVIRONMENTAL SERVICES, LLC**, a Florida limited liability company.
4. The Articles of Conversion and Articles of Organization to be filed in Florida are attached hereto as Exhibit A. The Conversion shall become effective as of the filing of the Articles of Conversion and the Articles of Organization with the Division of Corporations in the Office of the Florida Department of State.
5. Each share of stock of the Converting Entity issued and outstanding immediately prior to the effective date and time of the Conversion shall, by virtue of the Conversion and without any further action by the Converting Entity, the Converted Entity, the holder of such shares of stock or any other person, be converted into and become one (1) unit of membership interests in the Converted Entity, with economic interests of each shareholder of the Converting Entity immediately before the Conversion being the same as such person’s economic interests as a member of the Converted Entity immediately after the Conversion.
6. For all purposes of the laws of the State of Florida, all of the rights and property, whether real, personal, or mixed of the Converting Entity, and all debts due to the Converting Entity, as well as all other things and causes of actions belonging to the Converting Entity, shall remain vested in the Converted Entity, and all debts, liabilities, and obligations of the Converting Entity shall continue as debts, liabilities, and obligations of the Converted Entity.
7. The Converted Entity will carry on business with the assets of the Converting Entity.
8. This Plan and the exhibits to this Plan contain the entire plan with respect to the Conversion.

9. The validity, interpretation and performance of this Plan shall be governed by, construed and enforced in accordance with the laws of the State of Florida.

10. Each of the shareholders of the Converting Entity shall, from time to time, as and when requested by the Converted Entity, execute and deliver all such further documents and instruments and take all such other further action necessary or desirable to carry out the intent and purposes of this Plan of Conversion.

11. This Plan of Conversion has been duly approved and adopted by the written consent of the sole shareholder of the Converting Entity.

[Signature Page Follows]

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DIVISION OF ARCHIVING
STATION OF CORPORATIONS
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed this Plan of Conversion effective as of the date set forth above.

HTS ENVIRONMENTAL SERVICES, INC., a
Florida corporation

By: Milton E. Evans Jr.
Milton E. Evans, Jr.
President

Exhibit A

Articles of Conversion and Articles of Organization

See attached.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA