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(Requestor's Name)

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(City/State/Zip/Phone #)

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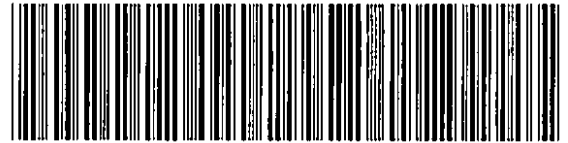
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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CLERK OF STATE
TALLAHASSEE, FL

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: KAPPITAL ENERGY 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:

HOPE E. DIRKSEN

(Contact Person)

JOHNSON & DIRKSEN LAW

(Firm/Company)

135 WEST BAY STREET, SUITE 400

(Address)

JACKSONVILLE, FL 32202

(City, State and Zip Code)

HEDIRKSEN@JDFLLAW.COM

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

For further information concerning this matter, please call:

KELLY CARSON at (801) 450-8380

(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

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

November 5, 2024

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 §605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:

KAPPITAL ENERGY LLC

2. The "Other Business Entity" is a limited liability company formed under the laws of Utah on or around December 13, 2017.

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is:

KAPPITAL ENERGY LLC

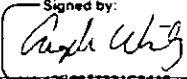
4. The Plan of Conversion has been approved in accordance with all applicable statutes.

5. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under §605.1006 and §605.1061-605.1072, Florida Statutes.

IN WITNESS WHEREOF, each of the undersigned Authorized Representatives have signed these Articles of Conversion as of the date first written above.

**Kappital Energy LLC, a
Utah limited liability company**

**Kappital Energy LLC, a
Florida limited liability company**

By: 
Angela Whitney, Manager

By: 
Angela Whitney, Manager

**ARTICLES OF ORGANIZATION
OF
KAPPITAL ENERGY 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 KAPPITAL ENERGY LLC (the "Company").

ARTICLE II – ADDRESS

The mailing address and physical address of the Company is:

305 Barbados Drive
Ponte Vedra, FL 32081

ARTICLE III – DURATION

The Company shall commence its existence upon the filing of these Articles by the Department of State. The Company's existence shall be perpetual unless the Company is sooner terminated as provided in the Operating Agreement of the Company, if any, or as provided under applicable law.

ARTICLE IV – REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the state of Florida is Johnson & Dirksen Law, 135 W. Bay Street, Suite 400, Jacksonville, Florida 32202.

ARTICLE V – MANAGEMENT

The Company shall be manager-managed pursuant to the Act and/or the Operating Agreement of the Company, if any. The name and address of the initial manager is:

Angela Whitney
305 Barbados Drive
Ponte Vedra, FL 32081

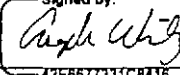
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CLERK OF THE
DEPARTMENT OF
STATE
TALLAHASSEE, FL

ARTICLE VI – EFFECTIVE DATE

The Company's existence shall be effective upon filing.

IN WITNESS WHEREOF, the undersigned authorized representative has made and subscribed these Articles of Organization for the foregoing uses and purposes.

Executed by the undersigned organizer on this 5th day of November, 2024.

Signed by: 
42E6677337C8116
Angela Whitney, Manager

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CLERK OF DISTRICT COURT
STATE OF FLORIDA

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

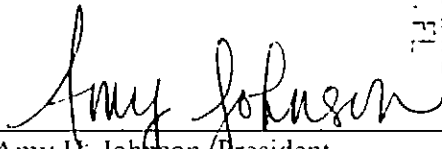
Under the provisions of *Florida Statutes* §605.0113, KAPPITAL ENERGY LLC, submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is KAPPITAL ENERGY LLC.
2. The name and street address of the registered agent in Florida is:

Johnson & Dirksen Law
135 West Bay Street, Suite 400
Jacksonville, FL 32202

The undersigned, being the person named in the Articles of Organization of KAPPITAL ENERGY LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Johnson & Dirksen Law

By: 
Amy H. Johnson, President

“Registered Agent”

STATE
OF FLORIDA

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