

124000519741 ^{PL} 12-16-24

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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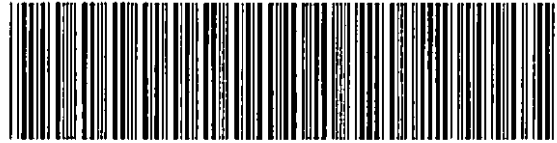
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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STATE
TALLAHASSEE, FL

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: WordsPerfect 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:

Gregg Havass

(Contact Person)

(Firm/Company)

5305 Pinehurst Drive

(Address)

Boynton Beach FL 33426

(City, State and Zip Code)

gregg_havass@msn.com

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

For further information concerning this matter, please call:

Gregg Havass

at (954) 675-3967

(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

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:
WORDSPERFECT 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 06/27/2001
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
WordsPerfect LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: 01/01/2025
(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 STATE
TALLAHASSEE, FL

Signed this 1 day of December 2024

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Gregg Havass

Printed Name: Gregg Havass

Title: Manager, Member

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

Signature: Gregg Havass

Printed Name: Gregg Havass

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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CLERK OF DISTRICT COURT
STATE OF FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

WordsPerfect 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:

5305 Pinehurst Drive

Boynton Beach FL

33426

Mailing Address:

5305 Pinehurst Drive

Boynton Beach FL

33426

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:

Gregg Havass

Name

5305 Pinehurst Drive

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

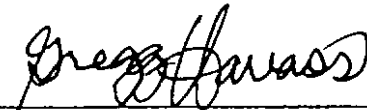
Boynton Beach

FL 33426

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.



Registered Agent's Signature (REQUIRED)

(CONTINUED)

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STATE
OF FLORIDA

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; MGR

Name and Address:

Gregg Havass

5305 Pinehurst Drive

Boynton Beach FL 33426

(Use attachment if necessary)

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STATE
EE, FL

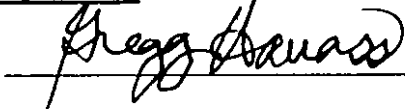
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ARTICLE V: Other provisions, if any.

The limited liability company is organized for the purpose of engaging in any lawful business activity

for which a limited liability company may be organized under Florida law.

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.

Gregg Havass

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)

Plan of Conversion from WORDSPERFECT INC to WORDSPERFECT LLC

1. Parties to Conversion This Plan of Conversion (the "Plan") is adopted by WORDSPERFECT INC, a Florida corporation (the "Corporation"), for the purpose of converting the Corporation into a Florida limited liability company named WORDSPERFECT LLC (the "LLC").
2. Terms and Conditions of Conversion Upon conversion, the existing shares of the Corporation shall be converted into membership interests in the LLC on a one for one basis. All rights and obligations of the Corporation, including contracts, licenses, and debts, shall continue in the LLC.
3. Manner and Basis of Converting Shares into Membership Interests Shareholders of the Corporation shall exchange their shares for membership interests in the LLC according to the following ratio: One for one.
4. Articles of Organization and Operating Agreement of the LLC Upon conversion, the LLC shall be governed by the Articles of Organization and an Operating Agreement, to be adopted by the member as part of this conversion process. The initial member shall be the former shareholder of the Corporation.
5. Effectiveness of Conversion The conversion shall become effective upon the filing of the Articles of Conversion and Articles of Organization with the Florida Department of State.
6. Additional Acts The officers of the Corporation are authorized to take all further actions necessary to effectuate this Plan and to finalize the conversion of the Corporation into the LLC.

This Plan of Conversion is hereby adopted by the Board of Directors of WORDSPERFECT LLC on December 1, 2024 and is subject to approval by the shareholder of the Corporation.

[Signature] DECEMBER 1, 2024

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FLORIDA DEPARTMENT OF STATE
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Resolution of the Board of Directors of WORDSPERFECT, INC.

WHEREAS the Board of Directors of WORDSPERFECT, INC., a corporation organized and existing under the laws of the State of Florida ("the Corporation"), has considered the advisability and desirability of converting the Corporation into a limited liability company; and

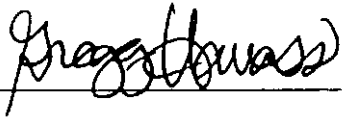
WHEREAS, after due consideration and deliberation, the Board of Directors finds that it would be in the best interests of the Corporation and its shareholder to convert the Corporation into a limited liability company pursuant to the provisions of the Florida Revised Limited Liability Company Act.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The Corporation shall be converted into a limited liability company under the name WORDSPERFECT LLC.
2. The officers of the Corporation are hereby directed to prepare and submit a Plan of Conversion, which shall set forth the terms and conditions of the conversion.
3. The Plan of Conversion proposed by the officers shall be submitted for approval by the shareholder of the Corporation at a meeting to be called and held for such purpose.
4. Upon approval by the shareholder, the officers of the Corporation are authorized and directed to execute the Articles of Conversion and Articles of Organization in accordance with the Florida Revised Limited Liability Company Act and to take all actions necessary to effectuate the conversion.

ADOPTED at a duly held meeting of the Board of Directors on December 1, 2024.

Gregg Havass, Secretary



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STATE
OF FLORIDA

**Shareholder Approval for Conversion from
WORDSPERFECT INC to WORDSPERFECT LLC**

Consent of the Shareholder of WORDSPERFECT INC

I, the undersigned, being the only shareholder WORDSPERFECT INC, a corporation organized and existing under the laws of the State of Florida, hereby consent to and approve the following resolutions pursuant to the Florida Business Corporation Act:

WHEREAS the Board of Directors of [Corporation Name] ("the Corporation") has deemed it advisable and in the best interests of the Corporation and its shareholders that the Corporation be converted into a limited liability company pursuant to the provisions of the Florida Revised Limited Liability Company Act.

WHEREAS, the Board of Directors has submitted to the shareholder a Plan of Conversion outlining the terms and conditions of converting the Corporation into a limited liability company to be named WORDSPERFECT LLC

WHEREAS the shareholder has reviewed and considered the Plan of Conversion in its entirety.

NOW, THEREFORE, BE IT RESOLVED THAT:

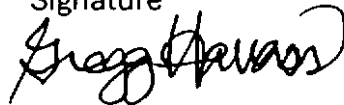
1. Approval of Conversion: The shareholder hereby approves the conversion of the Corporation into a limited liability company named WORDSPERFECT LLC, as detailed in the Plan of Conversion presented by the Board of Directors.
2. Execution of Documents: The shareholder authorizes and directs the officers of the Corporation to execute the Articles of Conversion and Articles of Organization in accordance with the Plan of Conversion and to file such documents with the Florida Department of State.
3. Effective Date of Conversion: The conversion shall become effective upon the filing of the Articles of Conversion and Articles of Organization with the Florida Department of State.
4. Other Actions: The shareholder authorizes the officers of the Corporation to take all other necessary actions required to effectuate the conversion under the terms set forth in the Plan of Conversion.

IN WITNESS WHEREOF, the undersigned shareholder has executed this Consent on this 1st day of December, 2024.

Shareholder Name

Gregg Havass

Signature



Date

12/1/2024

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