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(Requestor's Name)

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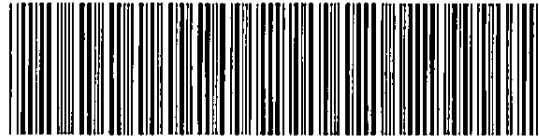
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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CORPORATIONS
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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Andrew Thomsen and Associates, 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:

Attorney Kevin L. Eismann

(Contact Person)

Amundsen Davis, LLC

(Firm/Company)

2800 E Enterprise Ave

(Address)

Appleton, WI 54913

(City, State and Zip Code)

andrewthomsen-associates@hotmail.com

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

For further information concerning this matter, please call:

Kevin L. Eismann at (920) 996-0000

(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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DIVISION OF CORPORATIONS

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:
Andrew Thomsen and Associates, 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 Wisconsin
(Enter state, or if a non-U.S. entity, the name of the country)

on December 8, 2005
(date of organization, formation or incorporation)

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

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: 11:59 pm on 12/31/2024

(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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Signed this 3rd day of December 2024.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: [Signature]
Printed Name: Andrew Thomsen Title: Member and Manager

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

Signature: [Signature]
Printed Name: Andrew Thomsen Title: Member and Manager

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) |

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Andrew Thomsen and Associates, 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:

Andrew Thomsen and Associates, LLC

24300 Airport Rd #116

Punta Gorda, FL 33950

Mailing Address:

Andrew Thomsen and Associates, LLC

24300 Airport Rd #116

Punta Gorda, FL 33950

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:

Andrew Thomsen

Name

24300 Airport Road #116

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

Punta Gorda

FL

33950

City

State

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)

ARTICLE IV-

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

Title:

"AMBR" = Authorized Member

"MGR" = Manager

Name and Address:

Member and Manager

Andrew Thomsen

24300 Airport Road #116

Punta Gorda, FL 33950

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: 11:59 pm on December 31, 2024. (OPTIONAL)


(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

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.

ARTICLE VI: Other provisions, if any.

The management of the limited liability company shall be vested in its manager(s).

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.

Andrew Thomsen

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

THIS PLAN OF CONVERSION (the "Plan") dated as of November 22, 2024 is hereby adopted by Andrew Thomsen and Associates, LLC, a Wisconsin limited liability company (the "Company"), in accordance with the Wisconsin Limited Liability Company Act (the "WLLCA") and the Florida Limited Liability Company Act (the "FLLCA").

RECITALS

1. Andrew Thomsen Associates, LLC is a limited liability company formed and existing under Chapter 183 of the Wisconsin Statutes.
2. The Company's member interest consists of one member with a 100% ownership interest.
3. The sole member of the Company deems it advisable and in the best interests of the Company and its member that the Company be converted into a Florida limited liability company under and pursuant to WLLCA and FLLCA.
4. The sole member of the Company has approved the conversion of the Company into a Florida limited liability company under the terms and conditions set forth below.

PLAN OF CONVERSION

In consideration of the Recitals, the Company hereby adopts the following Plan of Conversion:

ARTICLE I THE CONVERSION

At the Effective Date (as defined below), upon the terms and subject to the conditions of this Plan, and in accordance with the WLLCA and FLLCA, the Company shall be converted into a Florida limited liability company under FLLCA and shall be named Andrew Thomsen Associates, LLC (the "Conversion"). Following the Conversion, the Company shall cease to exist as an limited liability company of the State of Wisconsin and shall continue to exist as a limited liability company of the State of Florida.

ARTICLE II EFFECTIVE DATE

Subject to the terms and conditions set forth in this Plan, a Certificate of Conversion shall be duly executed and acknowledged by the Company and thereafter delivered to the Department of Financial Institutions of the State of Wisconsin for filing pursuant to the WLLCA and the FLLCA. The Conversion shall become effective at 11:59 pm on December 31, 2024 (the "Effective Date").

ARTICLE III EFFECTS OF CONVERSION

The Conversion shall have the effects set forth in the FLICA and WLICA. Without limiting the generality of the foregoing, at the Effective Date, all the properties, rights, privileges, powers and franchisees of the Company shall vest in Andrew Thomsen Associates, LLC, a Florida limited liability company, and all debts, liabilities, and duties of the Company shall become the debts, liabilities, and duties of Andrew Thomsen Associates, LLC, a Florida limited liability company.

ARTICLE IV ARTICLES OF ORGANIZATION

The Articles of Organization of Andrew Thomsen Associates, LLC, which shall take effect on the Effective Date, are attached hereto as Exhibit A.


ARTICLE V CONVERSION OF MEMBERSHIP INTEREST

At and after the Effective Time, all of the issued and outstanding membership interests of the Company held immediately prior to the Effective Time, will be transferred to Andrew Thomsen Associates, LLC, a Florida limited liability company.

ARTICLE VI MANAGERS

At the Effective Date, each of the current managers of the Company is elected to serve as the managers of Andrew Thomsen Associates, LLC, a Florida limited liability company, until his or her successor shall have been duly elected and qualified or until his or her prior death, resignation, or removal.

**COMPANY: ANDREW THOMSEN AND
ASSOCIATES, LLC**

By: 
Name: Andrew Thomsen
Title: Manager

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