

M230000001976

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

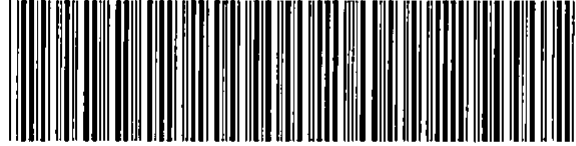
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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09/05/23--01043--001 \*\*30.00

FILED  
2023 SEP -5 AM 8:27  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

# COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** ImageTrend, LLC

\_\_\_\_\_  
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Joseph T. Graw

\_\_\_\_\_  
Name of Person

ImageTrend, LLC

\_\_\_\_\_  
Firm/Company

20855 Kensington Blvd.

\_\_\_\_\_  
Address

Lakeville, MN 55044

\_\_\_\_\_  
City/State and Zip Code

contracts@imagetrend.com

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Dan Quam

at ( 952 ) 469-1589

\_\_\_\_\_  
Name of Person

\_\_\_\_\_  
Area Code & Daytime Telephone Number

**Mailing Address:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Registration Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**Enclosed is a check for the following amount:**

- ☐ \$25 Filing Fee      ☒ \$30 Filing Fee & Certificate of Status      ☐ \$55 Filing Fee & Certified Copy      ☐ \$60 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE  
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT  
BUSINESS IN FLORIDA**

**SECTION I (1-4 must be completed)**

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: ImageTrend, LLC

Enter new principal office address, if applicable: \_\_\_\_\_

(Principal office address  
MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable: \_\_\_\_\_

(Mailing address  
MAY BE A POST OFFICE BOX)

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**2023 SEP -5 AM 8:27**  
**FLORIDA DEPARTMENT OF STATE**  
**TALLAHASSEE, FLORIDA**

2. The Florida document number of this limited liability company is: M23000001976

3. Jurisdiction of its organization: Minnesota

4. Date authorized to do business in Florida: 2/14/2023

**SECTION II (5-9 complete only the applicable changes)**

5. New name of the limited liability company: \_\_\_\_\_  
(must contain "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C.," or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: \_\_\_\_\_

New Registered Office Address: \_\_\_\_\_

*Enter Florida Street Address*

\_\_\_\_\_, **Florida** \_\_\_\_\_  
City Zip Code

New Registered Agent's Signature, if changing Registered Agent:

*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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.*

\_\_\_\_\_  
If Changing Registered Agent, Signature of New Registered Agent

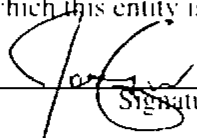
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

Addition of Officers

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
President & CEO	Joseph T. Graw	20855 Kensington Blvd. Lakeville, MN 55044	<input checked="" type="checkbox"/> Add
			<input type="checkbox"/> Remove
CFO	Jon Sachs	20855 Kensington Blvd. Lakeville, MN 55044	<input checked="" type="checkbox"/> Add
			<input type="checkbox"/> Remove
General Counsel & Executive VP of Corporate Development	Dan Quam	20855 Kensington Blvd. Lakeville, MN 55044	<input checked="" type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

9. Attached is a certificate, if required: no more than 90 days old, evidencing the  
aforementioned amendment(s), duly authenticated by the official having custody of records in the  
jurisdiction under the law of which this entity is organized.

  
\_\_\_\_\_  
Signature of the authorized representative

Joseph T. Graw

\_\_\_\_\_  
Typed or printed name of signee

Filing Fee: \$25.00

FILED  
2023 SEP -5 AM 8:27  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

## Office of the Minnesota Secretary of State Certificate of Conversion

I, Steve Simon, Secretary of State of Minnesota, certify that: the documentation required to effectuate a conversion by the entity listed below from the law under which the entity was previously governed to the law under which it is governed after the issuance of this certificate, on the date listed and has been approved pursuant to the procedures required in the chapter indicated.

Conversion Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Name of Converting Entity:

Minnesota: ImageTrend, Inc.

After Conversion, Entity is governed by Minnesota Statutes, Chapter:  
322C

Home Jurisdiction and Name of Entity after the Effective Date of Conversion:

Minnesota: ImageTrend, LLC

This Certificate has been issued on: 01/25/2023



A handwritten signature in cursive script that reads "Steve Simon".

Steve Simon  
Secretary of State  
State of Minnesota

## Office of the Minnesota Secretary of State Certificate of Organization

I, Steve Simon, Secretary of State of Minnesota, do certify that: The following business entity has duly complied with the relevant provisions of Minnesota Statutes listed below, and is formed or authorized to do business in Minnesota on and after this date with all the powers, rights and privileges, and subject to the limitations, duties and restrictions, set forth in that chapter.

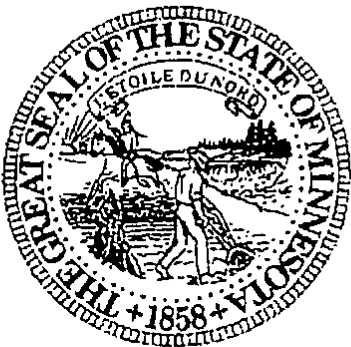
The business entity is now legally registered under the laws of Minnesota.

Name: ImageTrend, LLC

File Number: 1369617400075

Minnesota Statutes, Chapter: 322C

This certificate has been issued on: 01/25/2023



A handwritten signature in cursive script that reads "Steve Simon".

Steve Simon  
Secretary of State  
State of Minnesota



ARTICLES OF CONVERSION  
OF  
IMAGETREND, INC.  
INTO  
IMAGETREND, LLC

These Articles of Conversion relate to the conversion of ImageTrend, Inc., a Minnesota corporation, into ImageTrend, LLC, a Minnesota limited liability company. Pursuant to the provisions of the Minnesota Business Corporation Act (Minnesota Statutes Chapter 302A), and the Minnesota Revised Uniform Limited Liability Company Act (Minnesota Statutes Chapter 322C), the following Articles of Conversion are executed as of the date hereinafter set forth:

1. Attached hereto as Exhibit A is a copy of the Plan of Conversion of ImageTrend, Inc., into ImageTrend, LLC (the "Plan").
2. Pursuant to the Plan, ImageTrend, Inc., a Minnesota corporation (the "Converting Entity"), is being converted into ImageTrend, LLC, a Minnesota limited liability company (the "Converted Entity").
3. The name of the Converted Entity is ImageTrend, LLC.
4. The Articles of Organization attached as Annex 1 to the Plan will be the articles of organization of the Converted Entity.
5. The Converted Entity will be governed by Chapter 322C of the Minnesota Statutes.
6. The Plan has been approved as required by Chapters 302A and 322C of the Minnesota Statutes.
7. The conversion provided for in these Articles of Conversion will be effective on January 27, 2023.

Dated: January 24, 2023.

CONVERTING ENTITY:

IMAGETREND, INC.

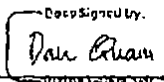
By:   
Daniel Quam, Chief Operating Officer

Exhibit A

Plan of Conversion

(See attached.)



**PLAN OF CONVERSION  
FOR CONVERTING  
IMAGETREND, INC.,  
a Minnesota corporation  
INTO  
IMAGETREND, LLC,  
a Minnesota limited liability company**

This Plan of Conversion (this "Plan") is entered into and adopted effective as of the Effective Date (defined below) and provides for the conversion of ImageTrend, Inc., a Minnesota corporation, into ImageTrend, LLC, a Minnesota limited liability company. The terms and conditions of the conversion are as follows:

1. Name, Form, and Jurisdiction of the Converting Entity. The name of the converting entity under this Plan is ImageTrend, Inc., a Minnesota corporation governed by the Minnesota Business Corporation Act (Minnesota Statutes Chapter 302A) (the "Converting Entity").
2. Name, Form, and Jurisdiction of the Converted Entity. The name of the converted entity under this Plan is ImageTrend, LLC, a Minnesota limited liability company governed by the Minnesota Revised Uniform Limited Liability Company Act (Minnesota Statutes Chapter 322C) (the "Converted Entity").
3. Effective Date. This Plan and the conversion contemplated hereunder will be effective on January 27, 2023 (the "Effective Date"), on which date the Converting Entity will be converted into the Converted Entity (the "Conversion").
4. Conversion of Shares into Units. As of the Effective Date, each share of common stock issued and outstanding in the Converting Entity will automatically convert into one unit of membership interest of the Converted Entity and the Converted Entity will admit the sole shareholder of the Converting Entity as a "member" (as defined in Section 322C.0102, subdivision 15, of the Minnesota Revised Uniform Limited Liability Company Act) of the Converted Entity.
5. Articles of Organization. The Articles of Organization of ImageTrend, LLC, attached hereto as Annex 1, will be the Articles of Organization of the Converted Entity as of the Effective Date.
6. Management. The Board of Directors of the Converting Entity immediately prior to the Effective Date will become the Board of Governors of the Converted Entity, and the Converted Entity will be a board-managed limited liability company as of and after the Effective Date. Subject to the authority of the Operating Agreement of the Converted Entity, the officers of the Converting Entity immediately prior to the Effective Date will become the officers of the Converted Entity as of the Effective Date.
7. Actions to Give Effect. Upon approval and adoption of the Plan by the Board of Directors and the sole shareholder of the Converting Entity in accordance with the Minnesota Business Corporation Act, the Articles of Conversion will be executed and delivered to the Minnesota Secretary of State for immediate filing as provided by the Minnesota Business Corporation Act. At and following the Effective Date, the Converted Entity will also cause to be performed all necessary acts to effectuate the Conversion.

[The remainder of this page is intentionally left blank. Signature page follows.]

CONVERTING ENTITY:

IMAGETREND, INC.

DocuSigned by:  
By: Dan Quam  
Daniel Quam, Chief Operating Officer

Annex 1

Articles of Organization

(See attached.)

ARTICLES OF ORGANIZATION  
OF  
IMAGETREND, LLC

These Articles of Organization are submitted for filing for the purpose of organizing a limited liability company under the Minnesota Revised Uniform Limited Liability Company Act (the "Act").

ARTICLE I  
Name

The name of the limited liability company is ImageTrend, LLC (the "Company").

ARTICLE II  
Purpose

The Company is being formed for the purpose of engaging in any lawful purpose for which limited liability companies may be formed under the Act.

ARTICLE III  
Registered Office

The registered office of the Company for service of process in Minnesota is located at 20855 Kensington Boulevard, Lakeville, Minnesota 55044.

ARTICLE IV  
Organizer

The name and street address of the sole organizer of the Company is Daniel Quam, Chief Operating Officer of the Company, 20855 Kensington Boulevard, Lakeville, Minnesota 55044.

ARTICLE V  
Conversion

The Company is converting from a Minnesota corporation, incorporated under Chapter 302A of the Minnesota Statutes, to a Minnesota limited liability company, organized under the Act. The name of the converting organization is ImageTrend, Inc., a Minnesota corporation formed under Chapter 302A of the Minnesota Statutes. The conversion has been approved by the converting organization pursuant to Chapter 302A of the Minnesota Statutes.

Dated: January 24, 2023

Witnessed by:

*Dan Quam*

Daniel Quam, Organizer



**File Numbers**

136961740005

1369617400075

10B-266

STATE OF MINNESOTA  
OFFICE OF THE SECRETARY OF STATE  
FILED

1/25/2023 11:59:00 PM

*Steve Simon*

Steve Simon  
Secretary of State