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(Requestor's Name)

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(City/State/Zip/Phone #)

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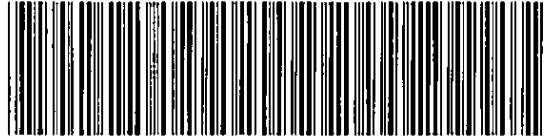
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2018 DEC 18 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FL

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Conversion of LLC to Not for Profit

Name of Florida Limited Liability Company

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company into an "Other Business Entity" in accordance with s.605.1045, F.S.

Please return all correspondence concerning this matter to:

Gena Morales

Contact Person

Provided Edu

Firm/Company

525 NW Lake Whitney Place, Suite 204

Address

Saint Lucie West, Florida 34986

City, State and Zip Code

teacher@providededu.com

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

For further information concerning this matter, please call:

Gena Morales

Name of Contact Person

at **(561) 568-1174**

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☒ \$30.00 Filing Fee
and Certificate of
Status

☐ \$55.00 Filing Fee
and Certified Copy

☐ \$60.00 Filing Fee,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

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2018 DEC 18 AM 10:53

Articles of Conversion
For
Florida Limited Liability Company
Into
"Converted or Other Business Entity"

SECRETARY OF STATE
TALLAHASSEE, FL

The Articles of Conversion is submitted to convert the following **Florida Limited Liability Company** into an **"Other Business Entity"** in accordance with s. 605.1045, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

Provided EDU, LLC

Enter Name of Florida Limited Liability Company

2. The name of the "Converted or Other Business Entity" is:

Provided EDU, INC

Enter Name of "Converted or Other Business Entity"

3. The "Converted or Other Business Entity" is a **Corporation**
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

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

The formation document is attached (if applicable).

4. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 605, F.S.

5. This conversion shall be effective in Florida on: **4/20/2018**
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date of the conversion under the laws governing the "Other Business Entity.")

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.

6. If the "Converted or Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Converted or Other Business Entity":

a.) Lists the following street and mailing address of an office the Florida Department of State may send and process served on the department pursuant to 605.0117 and Chapter 48.

Street Address: _____

Mailing Address: _____

7. 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.

Signed this 14 day of December, 2018

Signature: _____

Must be signed by a Member or Authorized Representative

Printed Name: Gena Morales Title: President

Fees:	Filing Fee:	\$25.00
	Certified Copy:	\$30.00 (Optional)
	Certificate of Status:	\$5.00 (Optional)

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

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2018 DEC 18 AM 10:54

ARTICLE I NAME

The name of the corporation shall be: Provided EDU, Inc.

ARTICLE II PRINCIPAL OFFICE

Principal street address:
525 NW Lake Whitney place

Mailing address, if different is:

Suite 204

Saint Lucie West, Florida 34986

SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: The purpose of Provided EDU is to provide educational services to children, of all ages, who require remedial or advanced academic support. Educational services will be provided through one-on-one tutoring, group classes, and outings.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected and appointed: Board
Members will be elected and appointed according to the organization's bylaws.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Gena Morales, President

Name and Title: _____

Address

525 NW Lake Whitney Place

Address: _____

Saint Lucie West, Florida 34986

Name and Title: Jose Antonio Morales, Vice President

Name and Title: _____

Address

525 NW Lake Whitney Place

Address: _____

Saint Lucie West, Florida 34986

Name and Title: Winston Orlando Hernandez, Secretary

Name and Title: _____

Address

525 NW Lake Whitney Place

Address: _____

Saint Lucie West, Florida 34986

Name and Title: _____ Name and Title: _____

Address _____ Address: _____

Name and Title: _____ Name and Title: _____

Address _____ Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Gena Morales

Address: 525 NW Lake Whitney Place
Saint Lucie West, Florida 34986

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Gena Morales

Address: 525 NW Lake Whitney Place
Saint Lucie West, Florida 34986

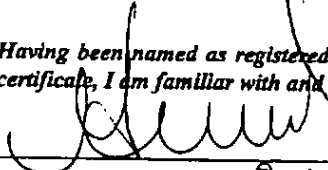
ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

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

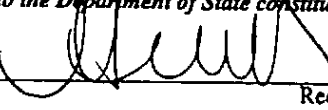
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Required Signature of Registered Agent

12/14/2018
Date

I submit this document and affirm that the facts stated herein are true. 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.



Required Signature of Incorporator

12/14/2018
Date

Dissolution of Assets Provision

Articles of Incorporation of **Provided EDU, LLC**. The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of **Florida**, do hereby certify:

First: The name of the Corporation shall be **Provided EDU, INC**.

Second: The place in this state where the principal office of the Corporation is to be located is the City of **Saint Lucie West, Saint Lucie County**.

Third: Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Fourth: The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Gena Morales

525 NW Lake Whitney Place, Suite 204

Saint Lucie West, Florida 33986

Jose Antonio Morales

525 NW Lake Whitney Place, Suite 204

Saint Lucie West, Florida 33986

Winston Orlando Hernandez

525 NW Lake Whitney Place, Suite 204

Saint Lucie West, Florida 33986

Fifth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for

services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Sixth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In witness whereof, we have hereunto subscribed our names this **14th** day of **December, 2018,**