

PD30000054160

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

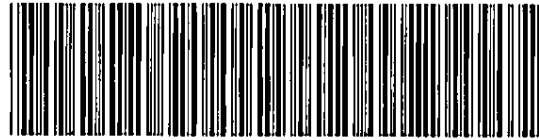
(Business Entity Name)

(Document Number)

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2021 SEP 27 PM 1:38

09/27/21 -01002-007 **45.75

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2021 SEP 27 PM 1:22

FILED
TALAMON, FLORIDA

SEP 27 2021

ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: EURO-CRAFT CABINETS, INC.

Name of Florida Profit Corporation

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Profit Corporation into an a business entity formed under the laws of another jurisdiction in accordance with s. 607.11933, F.S.

Please return all correspondence concerning this matter to:

Michael J. Niles, Esq.

Contact Person

Berger Singerman LLP

Firm/Company

313 North Monroe Street, Suite 301

Address

Tallahassee, FL 32301

City, State and Zip Code

artie@distinctiveknb.com

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

**NOTE TO FILING AGENT:
PLEASE FILE FIRST.**

For further information concerning this matter, please call:

Marlene Duarte

Name of Contact Person

at (305) 714-4361

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35.00 Filing Fee

☐ \$43.75 Filing Fee
and Certificate of
Status

☒ \$43.75 Filing Fee
and Certified Copy

☐ \$52.50 Filing Fee,
Certified Copy, and
Certificate of Status

Mailing Address:

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

Street Address:

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

607.1622 (10) As a condition of a conversion of a domestic corporation to another type of entity under s. 607.11930, the domestic corporation converting to the other type of entity must be active and current in filing its annual reports in the records of the department through December 31 of the calendar year in which the articles of conversion are submitted to the department for filing.

**ARTICLES OF CONVERSION
FOR
CONVERTING A
DOMESTIC CORPORATION
INTO
A CONVERTED FOREIGN ELIGIBLE ENTITY**

2021 SEP 27 PM 1:38

Date: September 27, 2021

THESE ARTICLES OF CONVERSION are submitted to convert a converting eligible entity (which is a Florida Profit Corporation) into a converted eligible entity (which is a Delaware limited liability company) in accordance with Section 607.11930, Florida Statutes.

1. Name, Jurisdiction, and Type of Entity of the Converting Eligible Entity. The name of the converting eligible entity immediately prior to the filing of these Articles of Conversion is EURO-CRAFT CABINETS, INC., a corporation formed under the laws of the State of Florida on May 15, 2003 (the "Converting Eligible Entity"). Each shareholder of the Converting Eligible Entity has approved these Articles of Conversion.
2. Name, Jurisdiction, and Type of Entity of the Converted Eligible Entity. The name of the converted foreign eligible entity is EURO-CRAFT CABINETS, LLC (the "Converted Eligible Entity"), a limited liability company under the laws of the State of Delaware.
3. Approval of Plan. The plan of conversion was approved in accordance with Chapter 607, Florida Statutes.
4. Public Organic Record. A copy of the Converted Eligible Entity's public organic record, as filed with the Florida Department of State, Division of Corporations, is attached hereto as Exhibit A.
5. Effective Date. This conversion shall be effective upon the later of: (i) the date and time prescribed by the laws of the State of Delaware; or (ii) when these Articles of Conversion are filed with the Florida Department of State, Division of Corporations.

[Balance of page intentionally left blank; signature blocks appear on following page.]

IN WITNESS WHEREOF, the undersigned, being duly authorized, has executed these Articles of Conversion as of the date first set forth above.

CONVERTING ELIGIBLE ENTITY:

EURO-CRAFT CABINETS, INC.,
a Florida corporation

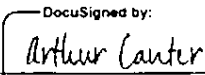
By:  _____
Name: F79C533367142A **Arthur Canter**
Title: **President**

EXHIBIT A

(See attached document)

**Electronic Articles of Incorporation
For**

P03000054160
FILED
May 15, 2003
Sec. Of State

EURO-CRAFT CABINETS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
EURO-CRAFT CABINETS, INC.

Article II

The principal place of business address:
1505 POINSETTIA DRIVE
#2 & #3
DELRAY BEACH, FL. 33444

The mailing address of the corporation is:
2 SOUTH UNIVERSITY DRIVE
215
PLANTATION, FL. 33324

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
100

Article V

The name and Florida street address of the registered agent is:
BRIAN LYNN
2 SOUTH UNIVERSITY DRIVE
215
PLANTATION, FL. 33324

I certify that I am familiar with and accept the responsibilities of registered agent.

P03000054160
FILED
May 15, 2003
Sec. Of State

Registered Agent Signature: BRIAN LYNN

Article VI

The name and address of the incorporator is:

ADAM CANTER
1505 POINSETTIA DRIVE, #2 & #3
DELRAY BEACH, FL 33444

Incorporator Signature: ADAM CANTER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
ADAM CANTER
1505 POINSETTIA DRIVE, #2 & #3
DELRAY BEACH, FL. 33444

Articles of Amendment
to
Articles of Incorporation
of

Euro-Craft Cabinets, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

P03000054160

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co." A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

N/A

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

N/A

(Florida street address)

New Registered Office Address:

Florida

(City)

(Zip Code)

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

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change PT John Doe

☒ Remove V Mike Jones

☒ Add SV Sally Smith

Type of Action: (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	<u>VPO</u>	<u>Jeffrey T. Canter</u>	<u>10301 Willow Oaks Trail</u>
<input checked="" type="checkbox"/> Add			<u>Boynton Beach, FL 33473</u>
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

N/A

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

N/A

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

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.

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s)

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____"
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated February 7, 2017

Signature

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Arthur Canter

(Typed or printed name of person signing)

Vice President

(Title of person signing)