

P04000 167927

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

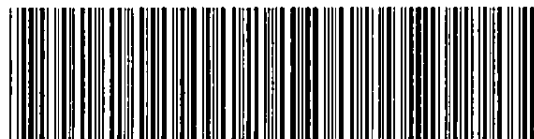
(Document Number)

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

Special Instructions to Filing Officer:

**\*\*IMAGE WAS UPDATED  
TO REFLECT CORRECT FILE  
DATE \*\* -J. DENNIS 06/03/2024**

Office Use Only



100429636361

5/24/29 01012 001

Conversion

**FILED**

**May 30, 2024 08:00 AM  
Secretary of State**

RECEIVED  
2024 MAY 29 PM 2:18  
OFFICE OF THE SECRETARY OF STATE

A. RAMSEY

MAY 31. 2024

**Sunshine State Corporate Compliance Company**

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 05/30/2024

**\*\*WALK IN\*\***

ENTITY NAME Freedom Air And Heat Inc.

DOCUMENT NUMBER \_\_\_\_\_

**\*\*PLEASE FILE THE ATTACHED AND RETURN\*\***

XXXXXXXXXX

*Plain Copy*

*Certified Copy*

*Certificate of Status*

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY\*\***

*Certified Copy of Arts & Amendments*

*Certificate of Good Standing*

**\*\*APOSTILLE / NOTARIAL CERTIFICATION\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL OWED ~~\$150~~ 35.00

ACCOUNT #: I20160000072

*S R J/10*

Please call Tina at the above number for any issues or concerns. Thank you so much!

**FILED**  
**May 30, 2024 08:00 AM**  
**Secretary of State**

**ARTICLES OF CONVERSION**

**OF**

**FREEDOM AIR AND HEAT INC.**  
**a Florida corporation**

**INTO**

**FREEDOM AIR AND HEAT LLC**  
**a Delaware limited liability company**

Pursuant to the provisions of Florida Business Corporation Act (the "*Act*"), **FREEDOM AIR AND HEAT INC.**, a Florida corporation, hereby files these Articles of Conversion providing as follows:

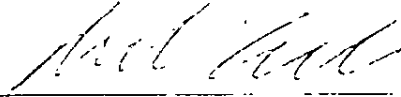
1. **Converting Entity.** The name, jurisdiction and type of the converting entity is Freedom Air and Heat Inc., a Florida corporation (the "*Converting Entity*").
2. **Converted Entity.** The name, jurisdiction and type of the converted entity is Freedom Air and Heat LLC, a Delaware limited liability company (the "*Converted Entity*"). The organization and internal affairs of the Converted Entity are governed by the laws of the State of Delaware.
3. **Adoption of Plan of Conversion.** The Plan of Conversion for the Converting Entity was adopted by the board of directors and approved by the sole voting shareholder of the Converting Entity by written consent effective as of the date hereof, in each case, in accordance with Chapter 607 of the Act.
4. **Conversion.** The Converting Entity shall be converted into the Converted Entity by the filing with the Delaware Secretary of State of the (a) Certificate of Conversion (the "*Certificate of Conversion*") (a copy of which is attached hereto as Exhibit A) and (b) Certificate of Formation (the "*Certificate of Formation*") (a copy of which is attached hereto as Exhibit B).
5. **Effective Time.** The conversion of the Converting Entity into the Converted Entity in accordance with the Plan of Conversion shall be effective as of 11:59 p.m. Eastern Time on the date of filing of these Articles of Conversion.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the undersigned has executed these Articles of Conversion on May 30, 2024.

**CONVERTING ENTITY:**

**FREEDOM AIR AND HEAT INC.,** a  
Florida corporation

By: 

Name: Andrew Procell  
Title: President

**EXHIBIT A**

Certificate of Conversion

(see attached)

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A NON-DELAWARE CORPORATION TO A  
DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT

1. The jurisdiction where Freedom Air and Heat Inc. (the "*Non-Delaware Corporation*") first incorporated is Florida.
2. The jurisdiction of the Non-Delaware Corporation immediately prior to filing this Certificate of Conversion is Florida.
3. The date the Non-Delaware Corporation first incorporated is December 13, 2004.
4. The name of the Non-Delaware Corporation immediately prior to filing this Certificate of Conversion is Freedom Air and Heat Inc.
5. The name of the Delaware Limited Liability Company (into which the Non-Delaware Corporation is converting) as set forth in its Certificate of Formation is Freedom Air and Heat LLC.
6. The conversion shall be effective as of 11:59 p.m. Eastern Time on the date of filing of this Certificate of Conversion.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on May 30, 2024.

By: 

Name: Andrew Procell  
Title: Authorized Person

**EXHIBIT B**

Certificate of Formation

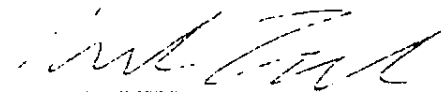
(see attached)

**CERTIFICATE OF FORMATION  
OF  
FREEDOM AIR AND HEAT LLC**

This Certificate of Formation of Freedom Air and Heat LLC (the “*Company*”) is being executed by the undersigned for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act (the “*Act*”).

1. The name of the Company formed hereby is Freedom Air and Heat LLC.
2. The address of the registered office of the Company in the State of Delaware is 555 East Looekerman St., Suite 320, Dover, Kent County, DE 19901. The name of its Registered Agent at such address is Platinum Filings LLC.
3. This Certificate of Formation shall be effective as of 11:59 p.m. Eastern Time on the date it is filed with the Secretary of State of the State of Delaware.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate of Formation on May 30, 2024.

By:   
Name: Andrew Procell  
Title: Authorized Person