

P06000053304

(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

Office Use Only



000362823170

03/29/21--01002--001 \*\*35.00

MAILED  
MAR 29 2021

03/29/21 PM 3:12

03/29/21 AM 9:00

FILED

Holland & Knight

Requester's Name  
315 South Calhoun Street, suite 600

Address  
Tallahassee, FL 32301 (850)425-5686  
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. The Smart Companies LLC  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☒ Other Conversion

OTHER FILINGS

- ☐ Annual Report  
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

Examiner's Initials

**ARTICLES OF CONVERSION  
FOR  
FLORIDA PROFIT CORPORATION  
INTO  
NON-FLORIDA BUSINESS ENTITY**

March 26, 2021

These Articles of Conversion are submitted to convert The Smart Companies, Inc., a Florida profit corporation (the "Converting Corporation"), into The Smart Companies LLC, a Delaware limited liability company (the "Surviving Company"). in accordance with Fla. Stat. § 607.11933.

1. The name of the Converting Corporation immediately prior to the conversion is The Smart Companies, Inc., a Florida profit corporation.

2. The name of the Surviving Company upon the conversion is The Smart Companies LLC, a Delaware limited liability company.

3. The Surviving Company is a limited liability company formed under the laws of the State of Delaware as of the date of filing of the Certificate of Conversion and Certificate of Formation with the Secretary of State of the State of Delaware. The Certificate of Formation of the Surviving Company filed with the Secretary of State of the State of Delaware is attached hereto as Exhibit 1.

4. The Plan of Conversion for the conversion was approved by the Converting Corporation in accordance with Fla. Stat. §§ 607.11930 through 607.11935.

5. In accordance with Fla. Stat. § 607.11933(4)(b), the conversion shall be effective at the later date of: (a) the date and time provided by the organic law of the Surviving Company; or (b) when these Articles of Conversion take effect.

6. The street and mailing address of the Surviving Company at which the Division of Corporations of the Florida Department of State may send any process served on the Florida Department of State pursuant to Fla. Stat. § 607.0504 and Chapter 48, Florida Statutes, is 6182 Idlewild Street, Fort Myers, Florida 33966.

7. To the extent that any stockholder(s) or member(s) of the Converting Corporation or the Surviving Company have appraisal rights entitling such stockholder(s) or member(s) to a payment under Fla. Stat. §§ 607.1301 through 607.1340, the Surviving Company shall make such payment.


*[Remainder of Page Left Blank – Signature Page Follows]*

2021  
MAR 26 AM 9:09  
SECRET  
FLORIDA  
STATE  
DIVISION  
OF  
CORPORATIONS

IN WITNESS WHEREOF, the undersigned have executed these Articles of Conversion of The Smart Companies, Inc., as of the date first written above.

**CONVERTING CORPORATION:**

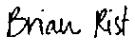
**THE SMART COMPANIES, INC.,** a  
Florida profit corporation

DocuSigned by:  
  
By: 6761EFA16DD542E  
Name: Brian D. Rist  
Title: President

**SURVIVING COMPANY:**

**THE SMART COMPANIES LLC,** a  
Delaware limited liability company

By: Rist Holding Co. Inc., a Delaware  
corporation, its sole Member and Manager

DocuSigned by:  
  
By: 6761EFA16DD542E  
Name: Brian D. Rist  
Title: President

**EXHIBIT 1**

**CERTIFICATE OF FORMATION OF SURVIVING COMPANY**

**[TO BE ATTACHED]**

**STATE OF DELAWARE  
LIMITED LIABILITY COMPANY  
CERTIFICATE OF FORMATION  
OF  
THE SMART COMPANIES LLC**

March 26, 2021

This Certificate of Formation of The Smart Companies LLC (the "**Company**") is being duly executed and filed by an authorized person to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, *et seq.*).

**FIRST:** The name of the Company is The Smart Companies LLC.

**SECOND:** The address of its registered office in the State of Delaware is 3411 Silverside Road, Tatnall Building #104, Wilmington, DE 19810, New Castle County. The name of its Registered Agent for service of process at such registered office is Corporate Creations Network Inc.

**THIRD:** No member of the Company, solely by reason of being a member, is an agent of the Company for the purposes of its business, and no member shall have authority to act for the Company solely by reason of being a member.

*[Remainder of Page Left Blank – Signature Page Follows]*

**IN WITNESS WHEREOF**, the undersigned, being an authorized person, has executed this Certificate of Formation of The Smart Companies LLC as of the date first set forth above.

DocuSigned by:

*Brian Rist*

E65CB462-9286-474A-9966-CC780EFA8119

**BRIAN D. RIST**, Authorized Person