

P13000015823

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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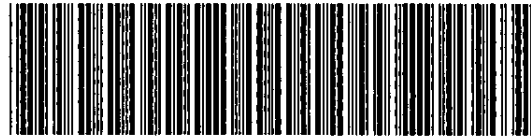
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
2/18/13

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: PMA WHOLESALE AND DISTRIBUTION, INC.
Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

RANDY STAPLES

Contact Person

STAPLES LAW FIRM

Firm/Company

1560 E. SOUTHLAKE BLVD #230

Address

SOUTHLAKE, TEXAS 76092

City, State and Zip Code

davidnash66@gmail.com

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

For further information concerning this matter, please call:

Randy Staples at **(972) 679-2244**

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees

☐ \$113.75 Filing Fees
and Certificate of
Status

☐ \$113.75 Filing Fees
and Certified Copy

☐ \$122.50 Filing Fees,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

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

MAILING ADDRESS:

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

Certificate of Conversion

For

"Other Business Entity"

Into

Florida Profit Corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

PMA WHOLESALE AND DISTRIBUTION, LLC *L13000003361*

Enter Name of Other Business Entity

2. The "Other Business Entity" is a **Limited liability Company**
(Enter entity type. Example: limited liability company, limited partnership,
general partnership, common law or business trust, etc.)

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

on **January 8, 2013**
Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

Florida

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

PMA WHOLESALE AND DISTRIBUTION, INC.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: _____
(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 listed in the attached Articles of Incorporation, if an effective date is listed therein.)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 12th day of February, 2013.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: David Nash

Printed Name: David Nash

Title: President

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: David Nash

Printed Name: David Nash

Title: Member

Signature: Mary Nash

Printed Name: Mary Nash

Title: Member

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**ARTICLES OF INCORPORATION
OF
PMA WHOLESALE AND DISTRIBUTION, INC.**

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TALLAHASSEE, FLORIDA

The undersigned natural person of the age of eighteen (18) years or more, acting as incorporator of a for profit corporation (herein "Corporation") under the Florida statutes, hereby adopts the following Articles of Incorporation for such Corporation.

ARTICLE ONE

The name of the Corporation is PMA Wholesale and Distribution, Inc.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the Corporation is organized is to engage in the transaction of any lawful business for which a Corporation may be incorporated under Florida statutes.

ARTICLE FOUR

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000,000 shares of common stock, each having One Dollar (\$1.00) par value per share.

ARTICLE FIVE

The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of at least One Thousand Dollars (\$1,000.00), consisting of money, labor done, or property actually received.

ARTICLE SIX

The initial registered agent is an individual resident of the State of Florida whose name is set forth below:

David A. Nash

The business and physical address and location of the registered agent and the registered office is:

10811 Barbados Isle Drive
Tampa, Florida 33647

The principal place of business of the corporation is:

10811 Barbados Isle Drive
Tampa, Florida 33647

ARTICLE SEVEN

Section 1. Initial Directors. The initial Board of Directors shall consist of one (1) member and the name and address of the person who is to serve as Director until the first annual meeting of the shareholders or until their successors are elected and qualified is:

David A. Nash
10811 Barbados Isle Drive
Tampa, Florida 33647

Section 2. Number and Qualification. The number and qualifications of directors constituting the Board of Directors of the Corporation will be fixed or determined in the manner provided in the Bylaws of the Corporation. The number of directors may be increased or decreased from time to time in the manner set forth in the Bylaws of the Corporation.

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TALLAHASSEE, FLORIDA

ARTICLE EIGHT

Provisions for the regulation of the internal affairs of the Corporation will include the following, but such enumeration is not in limitation of the power of the shareholders or the Board of Directors to formulate in the Bylaws, by resolution, or any other proper manner any other lawful provision not inconsistent with law or these articles:

Section 1. Voting. Each outstanding share, regardless of class, will be entitled to one vote on each matter submitted to a vote of shareholders. At each election of directors every shareholder entitled to vote at such election will be entitled to vote, in person or by proxy, the number of shares owned by him for each director for whose election he has a right to vote. The right of shareholders to cumulate votes in the election of directors is expressly denied.

Section 2. Bylaws. The Board of Directors will adopt the initial Bylaws, and from time to time may alter, amend or repeal the Bylaws or adopt new Bylaws; but the shareholders from time to time may alter, amend or repeal any Bylaws adopted by the Board of Directors or may adopt new Bylaws.

Section 3. Denial of Preemptive Rights. The shareholders of the Corporation will not have the preemptive right to acquire additional, unissued or treasury shares of the Corporation, or securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares.

Section 4. Limitation of Liability. A director of the Corporation shall not be liable to the Corporation or the shareholders for monetary damages for an act or omission in the director's capacity as a director to the fullest extent allowable under

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TALLAHASSEE, FLORIDA

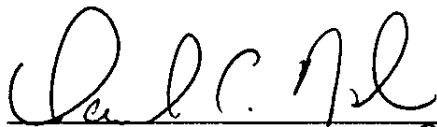
Florida law, except that this section shall not eliminate or limit the liability of a director for: (i) a breach of a director's duty of loyalty to the Corporation or its shareholders; (ii) an act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which a director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; (iv) an act or omission for which the liability of a director is expressly provided for by statute; or (v) an act related to an unlawful stock repurchase or payment of a dividend.

ARTICLE NINE

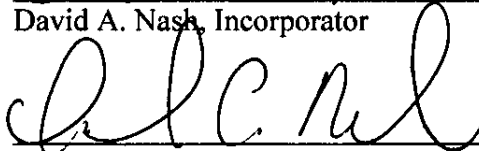
The name and address of the incorporator is:

David A. Nash
10811 Barbados Isle Drive
Tampa, Florida 33647

Executed on February 12, 2013.



David A. Nash, Incorporator



David A. Nash, Registered Agent

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TAMPA, FLORIDA