

P/400000025

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

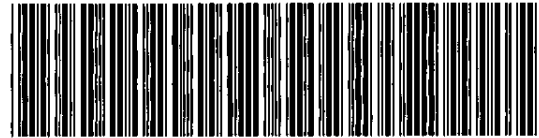
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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12/31/13--01028--005 **105.00

RECEIVED
DEPARTMENT OF STATE
13 DEC 31 PM 1:34

FILED
13 DEC 31 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K 01/02/14

CT Corporation System

515 E Park Avenue, Tallahassee, FL, 32301 850-222-1092

Thomas and King of Florida, Inc.

☐ Nonprofit

☐ Foreign

☐ Limited Partnership

☐ LLC

☐ Certified Copy

☒ Walk In

☐ Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

W.P. Verifier

☐ Amendment

☐ Dissolution/Withdrawal

☐ Reinstatement

☐ Annual Report

☐ Name Registration

☐ Fictitious Name

☐ Photocopies

☐ Will Wait

KM

☐ Merger

☐ Mark

☒ Other
Conversion

☐ UCC

☐ CUS

☐ After 4:30

☒ Pick Up

Order#:

9008199

Ref#:

Amount: \$

12/31/2013

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: Thomas and King of Florida, 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:

Jan R. Ezell, Corporate Paralegal

Contact Person

Alston & Bird LLP

Firm/Company

1201 West Peachtree Street

Address

Atlanta, GA 30309-3424

City, State and Zip Code

jstransky@tandk.com

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

For further information concerning this matter, please call:

Jan R. Ezell

at (404) 881-7442

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 DEC 31 AM 8:32

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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:

T and K Sales, LLC

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 Colorado
(Enter state, or if a non-U.S. entity, the name of the country)

on May 22, 2002

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**:

Thomas and King of Florida, Inc.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: 12/31/2013 at 11:59 p.m. EST
(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.)

EFFECTIVE DATE 12/31/13

Signed this 30th day of December, 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: Michael J. Scanlon

Printed Name: Michael J. Scanlon Title: Incorporator

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

Signature: Michael J. Scanlon

Printed Name: Michael J. Scanlon Title: Manager

Signature: _____

Printed Name: _____ Title: _____

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)

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE 12/31/13

**ARTICLES OF INCORPORATION
OF
THOMAS AND KING OF FLORIDA, INC.**

**ARTICLE 1
NAME**

The name of the corporation is Thomas and King of Florida, Inc. (the "Corporation").

**ARTICLE 2
PRINCIPAL OFFICE**

The street address of the initial principal office of the Corporation is 249 E. Main Street, Lexington, Kentucky 40507.

**ARTICLE 3
AUTHORIZED SHARES**

The Corporation shall have authority, to be exercised by the Board of Directors, to issue no more than one thousand (1,000) shares of capital stock. These shares shall be one class, no par value, and shall be designated as "Common Stock." The holders of Common Stock shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution.

**ARTICLE 4
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of the initial registered agent of the Corporation at the registered office is C T Corporation System.

**ARTICLE 5
INCORPORATOR**

The name and address of the incorporator is:

Michael J. Scanlon
249 E. Main Street
Lexington, Kentucky 40507

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TALLAHASSEE, FLORIDA

**ARTICLE 6
BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two (2) members. The name and address of each member are:

Michael J. Scanlon
249 E. Main Street
Lexington, Kentucky 40507

William R. Hilliard, Jr.
249 E. Main Street
Lexington, Kentucky 40507

**ARTICLE 7
LIMITATION OF DIRECTOR LIABILITY**

The liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the *Florida Business Corporation Act*. If the *Florida Business Corporation Act* is amended to further eliminate or limit the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the *Florida Business Corporation Act*, as so amended.

These Articles of Incorporation shall become effective at 11:59 p.m. EST on December 31, 2013.

[Signature on following page]

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CLERK OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned executes these Articles of
Incorporation this 30th day of December, 2013.



Michael J. Scanlon
Incorporator

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF INITIAL REGISTERED AGENT

Having been named as the initial registered agent to accept service of process for Thomas and King of Florida, Inc. at the place designated in these Articles of Incorporation, the undersigned is familiar with and accepts the appointment as registered agent and agrees to act in this capacity.

C T CORPORATION SYSTEM

Date: 12/31/2013

By: Connie Bryan

Name: _____

Title: _____

Connie Bryan
Assistant Secretary

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TALLAHASSEE, FLORIDA