

P140000018402

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

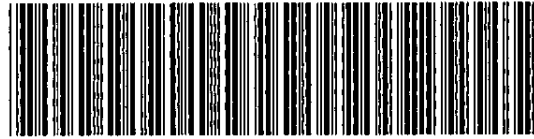
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Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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2014 FEB 26 PM 4:16

1/H

Samuel J. Garnett III  
14 Tanglewood Circle  
Fort Walton Beach, Florida 32547

February 19, 2014

Office of the Secretary of State  
Division of Corporations  
2661 Executive Center Circle  
Tallahassee, Florida 32301

***RE: Articles of Incorporation***

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for S.A.M. Enterprise, Inc. Enclosed is a check for \$105.00 to cover the filing fees. Please send file-stamped Articles to:

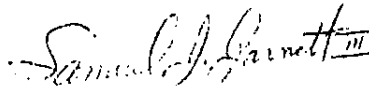
RANDY STAPLES  
The Staples Law Firm  
1560 E. Southlake Boulevard, Suite 230  
Southlake, Texas 76092

**Fax the Certificate of Filing to:**

Randy Staples  
Fax 817-442-1140

Call Randy Staples at (972) 679-2244 if you have any questions or if there is a problem. Thank you for your assistance.

Sincerely,



Samuel J. Garnett III

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Certificate of Conversion  
For  
"Other Business Entity"  
Into  
Florida Profit Corporation

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:

S.A.M. Enterprise LLC. - L13000131895

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 September 17, 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:

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

S.A.M. Enterprise, 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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Signed this 22nd day of January, 2014.

**Required Signature for Florida Profit Corporation:**

X Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: Samuel J. Garrett III  
Printed Name: Samuel J. Garrett III Title: Incorporator

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

Signature: Samuel J. Garrett III  
Printed Name: Samuel Garrett III Title: Member

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)

**ARTICLES OF INCORPORATION**

**OF**

**S.A.M. ENTERPRISE, INC.**

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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 Business Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation.

**ARTICLE ONE**

The name of the Corporation is S.A.M. Enterprise, 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 the Florida Business Corporation Act.

**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 and the initial director is an individual resident of the State of Florida whose name is set forth below:

Samuel J. Garnett III

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

14 Tanglewood Circle  
Fort Walton Beach, Florida 32547

The registered office is physically located in the city of Fort Walton Beach.

## 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:

Samuel J. Garnett III  
14 Tanglewood Circle  
Fort Walton Beach, Florida 32547

**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.

## 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.

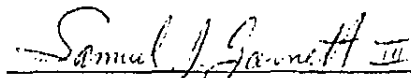
**Section 4. Limitation of Liability.** A director of the Corporation shall not be liable to the Corporation or the shareholders for monetary damages for an act or omission in the director's capacity as a director to the fullest extent allowable under Florida law, except that this section shall not eliminate 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.

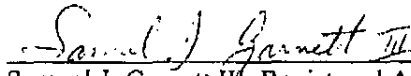
#### ARTICLE NINE

The name and address of the incorporator is:

Samuel J. Garnett III  
14 Tanglewood Circle  
Fort Walton Beach, Florida 32547

Executed on January 22, 2014

  
\_\_\_\_\_  
Samuel J. Garnett III, Incorporator

  
\_\_\_\_\_  
Samuel J. Garnett III, Registered Agent

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