

PH40000061295

(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



600261319736

06/24/14--01032--005 **122.50

600261319736
07/21/14--01054--001 **6.25

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14 JUL 18 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WIK-39895

MD 7/21

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: R2 Logistics, 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:

Ivania Perez, Esq.

Contact Person

Eavenson, Fraser, Lunsford & Evans, PL

Firm/Company

4230 Pablo Professional Court Suite 250

Address

Jacksonville, Florida 32224

City, State and Zip Code

ivania@eflelaw.com

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

For further information concerning this matter, please call:

Ivania Perez

Name of Contact Person

at (904) 567-1171

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|---|
| <input type="checkbox"/> \$105.00 Filing Fees | <input type="checkbox"/> \$113.75 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$113.75 Filing Fees
and Certified Copy | <input checked="" type="checkbox"/> \$122.50 Filing Fees,
Certified Copy, and
Certificate of Status |
|---|---|---|---|

STREET ADDRESS:

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

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 26, 2014

IVANIA PEREZ, ESQ.
4230 PABLO PROFESSIONAL COURT, SUITE 250
JACKSONVILLE, FL 32224

SUBJECT: R2 LOGISTICS, INC.
Ref. Number: W14000039895

We have received your document for R2 LOGISTICS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A corporation cannot convert into another Florida profit corporation. Pursuant to s. 607.1115(1), F.S., "the term 'other business entity' means a limited liability company; a common law or business trust or association; a real estate investment trust; a general partnership, including a limited liability partnership; a limited partnership, including a limited liability limited partnership; or any other domestic or foreign entity that is organized under a governing law or other applicable law, provided such term shall not include a corporation and shall not include any entity that has not been organized for profit."

We are enclosing the proper form(s) with instructions for your convenience.

The Registered Agent's name must be listed exactly as it appears in our records.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 814A00013931

2000 PGA BLVD SUITE 3200A
PALM BEACH GARDENS, FLORIDA 33408
T 561.626 1011
F 561.626 1042



4230 PABLO PROFESSIONAL CT SUITE 250
JACKSONVILLE, FLORIDA 32224
T 904.567.1160
F 904.567.1065

Ivania Perez, Esq.
ivania@efletlaw.com
Direct Line: 904.567.1071
Respond to Jacksonville Office

July 17, 2014

Via FedEx

Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

**Re: Certificate of Domestication, R2 Logistics, Inc.
Reference No. W14000039895**

Dear Sir or Madam:

Enclosed for filing is the Certificate of Domestication for R2 Logistics, Inc., as well as the Articles of Incorporation pursuant to Maryanne Dickey's letter dated June 26, 2014, a copy of which is enclosed for your review. We have also enclosed a check in the amount of \$6.25 to cover the additional cost for filing the Certificate of Domestication (a check in the amount of \$122.50 was previously sent). Please note that as of the date of this letter, the Division of Corporations files demonstrate that Eavenson, Fraser, Lunsford & Evans, PL is the Registered Agent for R2 Logistics, which was changed on April 10, 2014 and which matches the Articles of Incorporation.

If you have any questions or comments regarding this matter, please do not hesitate to contact me directly.

Best regards,

**EAVENSON, FRASER, LUNSFORD &
EVANS, P.L.**

By: 

Ivania Perez, Esq.

COVER LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: R2 Logistics, Inc.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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Ivania Perez, Eavenson, Fraser, Lunsford & Evans, PL

Name (printed or typed)

4230 Pablo Professional Ct. Suite 250

Address

Jacksonville, Florida 32224

City, State & Zip

(904) 567-1171

Daytime Telephone Number

ivania@eflelaw.com

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

CERTIFICATE OF DOMESTICATION

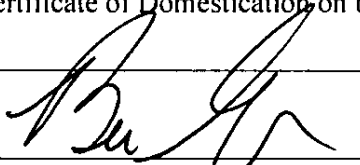
The undersigned, Benjamin A. Gase, Director
(Name) (Title)
of R2 Logistics, Inc. a foreign corporation,
(Corporation Name)
in accordance with s. 607.1801, Florida Statutes, does hereby certify:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The date on which corporation was first formed was December 7, 2004.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Michigan.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was R2 Logistics, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is R2 Logistics, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Florida.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am the Director, of R2 Logistics, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 16 day of July, 2014.



(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION

OF

R2 LOGISTICS, INC.

The undersigned incorporator, for the purpose of forming a corporation in the state of Florida, hereby adopts the following Articles of Incorporation.

Article I Name and Duration

The name of this corporation is R2 Logistics, Inc., which was converted from a Michigan corporation to a Florida corporation. The corporation is the same legal entity as the Michigan corporation which came into existence on December 7, 2004. The duration of the corporation is perpetual.

Article II Principal Office

The address of the principal office and mailing address of the corporation in the State of Florida is 10739 Deerwood Park Boulevard, Suite 103, Jacksonville, Florida 32256.

Article III Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is six thousand eight hundred sixty (6860) shares having no par value.

Article IV Registered Office and Agent

The street address of the registered office of this corporation is 4230 Pablo Professional Court, Suite 250, Jacksonville, Florida 32224 and the name of the registered agent of this corporation at that address is Eavenson, Fraser, Lunsford & Evans, P.L.

Article V Directors

1. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one (1). The manner of selection of directors shall be as provided in the bylaws.

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2. The name and street address of the members of the Board of Directors of this Corporation is:

<u>Name</u>	<u>Address</u>
Benjamin A. Gase	2728 McKinnon Street #2101 Dallas, TX 75201

3. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

Article VI
Bylaws

The power to adopt, amend or repeal bylaws for the management of this corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to the amendment or repeal by the Board of Directors.


Article VII
Incorporator

The name and street address of the incorporator of this corporation is Benjamin A. Gase, 10739 Deerwood Park Boulevard, Suite 103, Jacksonville, Florida 32256.

Article VIII
Amendment

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 4th day of June, 2014.



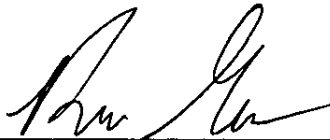
Benjamin A. Gase, Incorporator

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501, 607.0505 and 621.13, Florida Statutes, the following is submitted:

R2 Logistics, Inc. desiring to organize or qualify under the laws of the State of Florida hereby designates Eavenson, Fraser, Lunsford & Evans, P.L., as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 4230 Pablo Professional Court, Suite 250, Jacksonville, Florida 32224.

June 4th, 2014


Benjamin A. Gase, Director

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TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

June 4, 2014

EAVENSON, FRASER, LUNSFORD
& EVANS, P.L., Registered Agent

By: _____


Thomas L. Fraser, Jr.

Its: CEO