

P14000092432

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

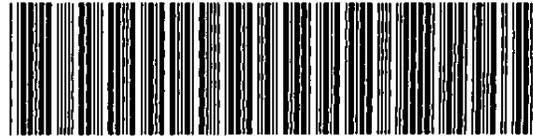
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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11/14/14--01002--016 **122.50

RECEIVED
DEPARTMENT OF STATE
CORPORATION DIVISION
2014 NOV 14 PM 12:27
TO ACCELERATE THE
EFFICIENCY OF FILING

FILED
14 NOV 14 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

158
11/14/14

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: Spencer & Davis Construction, 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:

Americus G. Spencer

Contact Person

AGS Professional Consulting Services LLC

Firm/Company

4650 Norwood Avenue

Address

Jacksonville, FL 32206

City, State and Zip Code

s.americus@gmail.com

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

For further information concerning this matter, please call:

Steven J. Davis Jr.

Name of Contact Person

at (904) 710-9952

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:

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

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 SECRETARY OF STATE
 TALLAHASSEE, FL 32304

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

FILED
14 NOV 14 PM 12:38
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:

AGS Professional Consulting Services, LLC

Enter Name of Other Business Entity L10000009761

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 26, 2010**
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:**

Spencer & Davis Construction, 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.)

Signed this 12 day of November, 2014.

Required Signature for Florida Profit Corporation:

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

Printed Name: Americus G. Spencer Title: Chairman/CEO

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

Signature: _____
Printed Name: Americus G. Spencer Title: Managing Member

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

ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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ARTICLE I NAME

The name of the corporation shall be: Spencer & Davis Construction, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is:

Principal street address

Mailing address, if different is:

1254 West 28th Street
Jacksonville, Florida 32209

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

For profit for Construction, Construction Management & Inspection,
and Engineering.

ARTICLE IV SHARES 1,000

The number of shares of stock is: 1,000

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Americus G. Spencer - CEO

Name and Title: _____

Address: 1254 West 28th Street
Jacksonville, Florida 32209

Address: _____

Name and Title: Steven J. Davis Jr. - President

Name and Title: _____

Address: 10150 Belle Rive Street
Jacksonville, Florida 32258

Address: _____

Name and Title: _____

Name and Title: _____

Address: _____

Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Americus G. Spencer

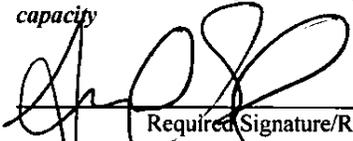
Address: 1254 West 28th Street
Jacksonville, Florida 32209

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Americus G. Spencer
Address: 1254 West 28th Street
Jacksonville, Florida 32209

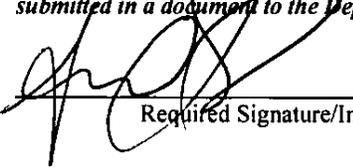
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Required Signature/Registered Agent

11/12/2014
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Required Signature/Incorporator

11/12/214
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA