

PI SOUND 42748

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

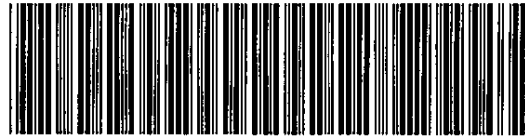
☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:



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15 MAY 12 AM 9:26

Office Use Only

W SOUND 25054

MAY 13 2014

T. SCOTT



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 30, 2015

ALEXANDER COHEN
1105 NW 3RD AVE APT L9
GAINESVILLE, FL 32601

SUBJECT: SWIPE, INC.
Ref. Number: W15000025054

We have received your document for SWIPE, 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):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

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.

Tyrone Scott
Regulatory Specialist II
New Filings Section

Letter Number: 215A00008902

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: SWIPE, FINANCIAL 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:

Alexander Cohen

Contact Person

SWIPE, INC.

Firm/Company

1105 NW 3rd Ave. Apt. L9

Address

Gainesville, FL 32601

City, State and Zip Code

alex.jacob.cohen@gmail.com

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

For further information concerning this matter, please call:

Alexander Cohen at (561) 385-8992

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

— *PREVIOUSLY SUBMITTED,
SEE LETTER*

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

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:

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

on **September 18, 2014**
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:**

~~SWIPE~~, Inc. SWIPE FINANCIAL 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 21st day of April, 2015.

Required Signature for Florida Profit Corporation:

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

Printed Name: Alexander Cohen Title: President

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

Signature: [Signature]
Printed Name: Alexander Cohen Title: Managing 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
→ **SWIPE, Financial, INC**

The undersigned, as incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

ARTICLE I
Corporate Name

The name of the corporation is ~~SWIPE, Inc. (the "Corporation")~~.

Swipe Financial, INC
ARTICLE II
Principal Office

The principal office and mailing address for the Corporation is:

1105 NW 3rd Ave. Apt. L9
Gainesville, FL 32601

ARTICLE III
General Nature of Business

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under Florida law.

ARTICLE IV
Capital Stock

The total number of shares of stock that the Corporation shall have the authority to issue is 20,000,000, with par value of \$0.00001. All such shares are to be common stock and are to be of one class.

ARTICLE V
Registered Agent

The street address of the Corporation's initial registered office is:

1105 NW 3rd Ave. Apt. L9
Gainesville, FL 32601

The name of the Corporation's registered agent at that office is:

Alexander Cohen

15 MAY 12 AM 9:24

ARTICLE VI
Incorporator

The name and street address of the Incorporator or the Corporation is:

Alexander Cohen
1105 NW 3rd Ave. Apt. L9
Gainesville, FL 32601

ARTICLE VII
Bylaws

The Board of Directors is authorized to make, adopt, amend, alter or repeal the Bylaws of the Corporation. The stockholders shall also have power to make, adopt, amend, alter or repeal the Bylaws of the Corporation.

ARTICLE VIII
Board of Directors

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. In addition to the powers and authority expressly conferred upon them by statute or by this Certificate of Incorporation or the Bylaws of the Corporation, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation. Election of directors need not be by written ballot, unless the Bylaws so provide.

ARTICLE IX
Limitation of Liability

- A. To the fullest extent permitted by applicable law, as the same exists or as may hereafter be amended, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.
- B. The Corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his testator or intestate is or was a director or officer of the Corporation or any predecessor of the Corporation, or serves or served at any other enterprise as a director or officer at the request of the Corporation or any predecessor to the Corporation.
- C. Neither any amendment nor repeal of this **Article IX** nor the adoption of any provision of the Corporation's Certificate of Incorporation inconsistent with this **Article IX**, shall eliminate or reduce the effect of this **Article IX** in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this **Article IX**,

would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE X

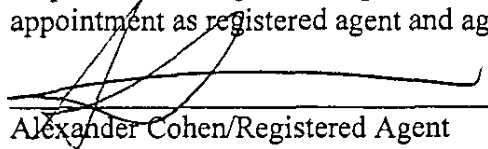
Reservation of Rights

The Corporation reserves the right at any time, and from time to time, to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, and other provisions authorized by the laws of the State of Florida at the time may be added or inserted, in the manner now or hereafter prescribed by law; and all rights, preferences, and privileges of whatsoever nature conferred upon stockholders or directors by and pursuant to these Articles of Incorporation in its present form or as hereafter amended are granted subject to this reservation.

[Signatures on next page]

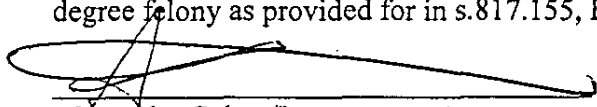
IN WITNESS WHEREOF, this Certificate of Incorporation has been subscribed this 21st day of April, 2015, by the undersigned who affirms that the statements made hereto are true and correct.

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


Alexander Cohen/Registered Agent

4/21/15
Date

I submit this document and affirm that the facts stated herein are true. I am aware that the 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.


Alexander Cohen/Incorporator

4/21/15
Date