

P15000082426

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

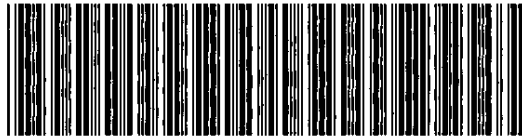
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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09/30/15--01013--016 **122.50

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
15 SEP 30 PM 2:56

EFFECTIVE DATE
Oct. 1, 2015

OCT 06 2015
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BRENNAN, MANNA & DIAMOND, P.L.

27200 Riverview Center Blvd. ♦ Suite 310 ♦ Bonita Springs, FL 34134

phone (239) 992-6578 ♦ facsimile (239) 992-9328

www.bmdpl.com

Ann C. Roczko

Paralegal

acroczo@bmdpl.com

VIA CERTIFIED MAIL

September 23, 2014

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

Re: Certificate of Conversion/Merchant Resource Center, LLC

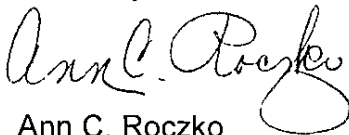
Dear Sir or Madam:

Enclosed please find the a Certificate of Conversion, Articles of Incorporation and our check in the amount of \$122.50 to convert an "Other Business Entity" into a Florida Profit Corporation" for Merchant Resource Center, LLC to convert to Merchant Resource Center, Inc. Our fee for \$122.50 includes the fees to obtain a Certified Copy and a Certificate of Status. I am providing a self-addressed, stamped envelope for your convenience in returning the Certificate Copy and Certificate of Status

If you have any questions regarding the enclosed form, please do not hesitate to call the undersigned at 239-992-6578.

Thank you.

Sincerely,



Ann C. Roczko
Paralegal

acr
Enclosures

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: MERCHANT RESOURCE CENTER, 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:

DONNA M. FLAMMANG

Contact Person

BRENNAN, MANNA & DIAMOND, P.L.

Firm/Company

27200 RIVERVIEW CENTER BLVD., SUITE 310

Address

BONITA SPRINGS, FL 34134

City, State and Zip Code

kiml@merchantsource.com

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

For further information concerning this matter, please call:

DONNA M. FLAMMANG at (239) 992-6578

Name of Contact Person

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

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TALLAHASSEE, FLORIDA

Certificate of Conversion

For

15 SEP 30 PM 2:56

"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:

MERCHANT RESOURCE CENTER, 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 Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on January 1, 2011
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:

N/A

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

MERCHANT RESOURCE CENTER, INC.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: October 1, 2015
(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.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signed this 21 day of September, 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: Kimberly A. Lyons

Printed Name: Kimberly A. Lyons Title: Incorporator

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

Signature: Kimberly A. Lyons

Printed Name: Kimberly A. Lyons 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)

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ARTICLES OF INCORPORATION
MERCHANT RESOURCE CENTER, INC.

The undersigned, for the purpose of forming a corporation under the "Florida Business Corporation Act," does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation is: **Merchant Resource Center, Inc.**

ARTICLE II

The principal place of business and mailing address of the Corporation shall be:

18069 Laurel Valley Road
Fort Myers, Florida 33967

ARTICLE III

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV

The Corporation shall commence upon the filing of these Articles of Incorporation, and shall have perpetual existence.

ARTICLE V

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock having no par value.

ARTICLE VI

The shareholders of the Corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of this Corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the Corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the Corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock.

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TALLAHASSEE, FLORIDA

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ARTICLE VII

The name and address of the initial Registered Agent is:

Kimberly A. Lyons
18069 Laurel Valley Road
Fort Myers, Florida 33967

The Board of Directors from time to time may change the Registered Agent and move the Registered Office to any other address in the State of Florida, all in accordance with Florida law.

ARTICLE VIII

The number of directors to comprise the initial Board of Directors shall be one (1) director. The director that is appointed to serve until new director(s) are appointed is Kimberly A. Lyons. Thereafter the number of directors shall be fixed by, or in the manner provided in the bylaws of the corporation.

ARTICLE IX

The name and street address of the Incorporator of these Articles of Incorporation is:

Kimberly A. Lyons
18069 Laurel Valley Road
Fort Myers, Florida 33967

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

The undersigned has executed these Articles of Incorporation on this 21st day of September, 2015.

By: Kimberly A. Lyons
Kimberly A. Lyons

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TALLAHASSEE, FLORIDA

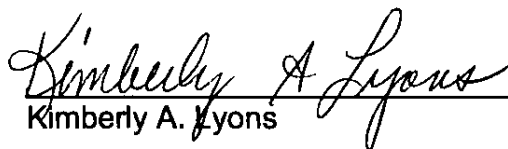
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ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in the Articles of Incorporation, hereby accepts the appointment as Registered Agent and agrees to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated this 21st day of September, 2015.

By:


Kimberly A. Lyons