

P 170000/8258

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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PICK-UP

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MAIL

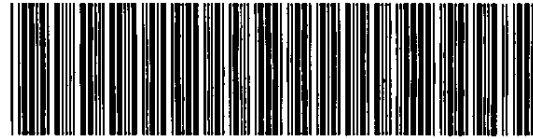
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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01/19/17--01013--022 **113.75

FILED
2017 FEB 27 PM 4:39
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

V HERRING
FEB 28 2017

DATE: January 13, 2017

TO: Charter Section
Division of Corporations

SUBJECT: **SPECIALTY AIR SOLUTIONS & DESIGN, INC.**

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 Fla. Stat. § 607.1115 (2016).

Please return all correspondence concerning this matter to:

Contact Person: Sean G. Hipworth, Esq.
Firm/Company: Warner, Sechrest & Butts, P.A.
Address: 5200 SW 91st Terrace, Suite 101
City, State, and Zip: Gainesville, FL 32608
Email address: shipworth@fbswlaw.com

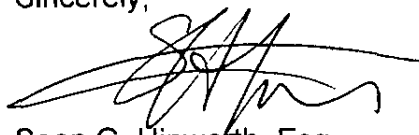
For further information concerning this matter, please call:

Name of Contact Person: Jimmy Bellamy; at
Telephone Number: (386) 972-1152

Enclosed is a check for the following amount:

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

Sincerely,



Sean G. Hipworth, Esq.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 20, 2017

SEAN G. HIPWORTH, ESQ.
WARNER, SECHREST & BUTTS, P.A.
5200 SW 91ST TERRACE, SUITE 101
GAINESVILLE, FL 32608

SUBJECT: SPECIALTY AIR SOLUTIONS & DESIGN, LLC
Ref. Number: W17000004989

We have received your document for SPECIALTY AIR SOLUTIONS & DESIGN, LLC and your check(s) totaling \$113.75. 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.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 417A00001294



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 20, 2017

SEAN G. HIPWORTH, ESQ.
WARNER, SECHREST & BUTTS, P.A.
5200 SW 91ST TERRACE, SUITE 101
GAINESVILLE, FL 32608

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Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 417A00001294

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 Fla. Stat. § 607.1115.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Specialty Air Solutions & Design, LLC

2. The "Other Business Entity" is a **limited liability company** first organized, formed, or incorporated under the laws of the **State of Florida** on **December 30, 2014**. *L14-196978*
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:

Energy Design Technology & Solutions, Inc.

5. If not effective on the date of filing, enter the effective date: *N/A*

Signed this *13* day of *Jan.*, 20*17*.

Required Signature for Florida Profit Corporation: (Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator)

Sign: *James E. Bellamy*

Print: James E. Bellamy

Title: President

Required Signature(s) on behalf of Other Business Entity:

Sign: *James E. Bellamy*

Print: James E. Bellamy

Title: Authorized Member

Fees:

Certificate of Conversion: \$35.00

Fees for Florida Articles of Incorporation: \$70.00

Certificate of Status: \$8.75

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2017 FEB 27 PM 4:39
TALLAHASSEE, FLORIDA

Articles of Incorporation of Specialty Air Solutions & Design, Inc.

Article I Name

The name of the Florida Profit Corporation is *Energy Design Technology & Solutions, Inc.* ~~Inc.~~ (the "Corporation").

Article II Address

Principal place of business: **6001 East 1st Manor, Palatka, Florida 32177**

Mailing address: **P.O. Box 447, Palatka, Florida 32177**

Article III Purpose

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

Article IV Shares

Number of shares authorized: **100,000**

Article V Directors

The Corporation shall have at least one Director, but may have as many as *four* as forth in the Bylaws, which make up the Board of Directors.

The current names and addresses of the persons who serve as the Directors of the Corporation until the next Meeting of the Shareholders, or until their successors are elected and qualify, whichever comes first, shall be:

Name: **James E. Bellamy**

Address: **6001 East 1st Manor, Palatka, FL 32177**

Title: **Director**

Article VI Officers

The offices which constitute the Officers of the Corporation are President, Vice President(s), Secretary, and Treasurer. The names of the persons, their addresses, and the position they hold as Officer of the Corporation until the next Meeting of the Directors, or until their successors are elected and qualify, whichever occurs first, shall be:

Name: **James E. Bellamy**

Address: 6001 East 1st Manor, Palatka, FL 32177

Title: President

Name: **Joseph Keel**

Address: 2148 Lake Shore Boulevard, Jacksonville, FL 32210

Title: Vice President

Name: **Joseph Keel**

Address: 2148 Lake Shore Boulevard, Jacksonville, FL 32210

Title: Secretary

Name: **Joseph Keel**

Address: 2148 Lake Shore Boulevard, Jacksonville, FL 32210

Title: Treasurer

Article VII Term

The Corporation shall exist perpetually commencing upon the filing of these Articles of Incorporation.

Article VIII Registered Agent and Registered Office

Name: **Warner, Sechrest & Butts, P.A.**

The above-named person hereby accepts his or her designation as Registered Agent.

Sign: */s/ Sean G. Hipworth, Esq.* **5200 SW 91st Terrace, Suite 101
Gainesville, Florida 32608**

Article IX Amendment

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 Meeting of the Shareholders by at least a majority of the shareholders entitled to vote, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Article X Bylaws

The power to adopt, alter, amend, or repeal Bylaws of the Corporation is vested in the Board of Directors and the shareholders.

Article XI Indemnification

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

Article XII Effective Date

These Articles shall be effective upon filing.

Article XIII Incorporator

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

Name: **James E. Bellamy**

Address: 6001 East 1st Manor, Palatka, FL 32177

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation, on the 13 day of Jan., 2017.

Incorporator Signature: James E Bellamy Jr

State of Florida

County of Alachua

The foregoing instrument was sworn to and subscribed before me this 13 day of January, 2017, by James E Bellamy Jr. who is personally known to me ☐; or has produced as identification FL Drivers Licence.

[Notary Seal]



Emily Rager
NOTARY PUBLIC
STATE OF FLORIDA
Comm# FF994466
Expires 5/18/2020

Emily Rager
Notary Public

(Print)

State of Florida at Large

My commission expires: _____

FILED
2017 FEB 27 PM 4:40
TALLAHASSEE, FLORIDA