

P/7000023805

(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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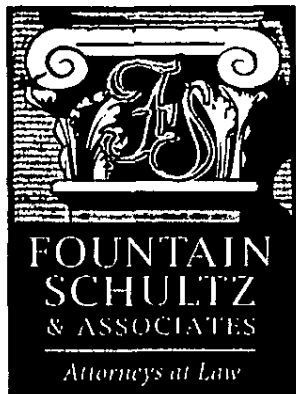
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17 MAR 14 PM 12:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2 03/15/17



KENNETH R. FOUNTAIN
KERRY ANNE SCHULTZ
SCOTT C. BRIDGFORD

2045 FOUNTAIN PROFESSIONAL CT.
SUITE A
NAVARRE, FLORIDA 32566
TEL: (850) 939-3535
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SANTA ROSA BEACH
TEL: (850) 622-2700
FAX: (850) 622-2722

March 13, 2017

VIA OVERNIGHT DELIVERY

Department of State
Division of Corporations
Corporate Filings
2661 Executive Center Cir.
Tallahassee, FL 32301

**RE: (1) VooDoo BBQ Restaurant Group, Inc.
(2) VooDoo Franchising, Inc.**

Dear Sir or Madam:

Enclosed please find an original and one copy of the Certification of Conversion for Other Business Entity into Florida Profit Corporation form for each of the above-referenced entities along with two separate checks for payment of the filing fee for each.

Please return the filed copies to me in the enclosed pre-addressed, stamped envelope.

If you should have any questions, please feel free to contact me. Thank you for your consideration.

Sincerely,
Fountain, Schultz & Associates, P.L.

Kerry Anne Schultz

KAS/amf
Enclosures

WWW.FOUNTAINLAW.COM

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:

VooDoo Franchising, L.L.C.

(C17-044770)✓

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 February 28, 2017 ✓

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**:

VooDoo Franchising, 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.)

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.

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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: VooDoo Franchising, 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:

Kerry Anne Schultz

Contact Person

Fountain, Schultz & Associates, PL

Firm/Company

2045 Fountain Professional Court, Suite A

Address

Navarre, FL 32566

City, State and Zip Code

kaschultz@fountainlaw.com

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

For further information concerning this matter, please call:

Kerry Anne Schultz at (850) 939-3535

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

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

Signed this 7TH day of March, 20¹⁷.

Required Signature for Florida Profit Corporation:

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

Printed Name: Michael Title: President

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

X Signature: _____

Printed Name: Michael CARRO Title: _____

X Signature: _____

Printed Name: Craig Reider 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
OF
VOODOO FRANCHISING, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I
NAME AND ADDRESS**

The name of the Corporation is VODOO FRANCHISING, INC.

The street address of the principal office of the Corporation is 120 East Main Street, Suite D, Pensacola, Florida 32502.

The mailing address of the Corporation is 120 East Main Street, Suite D, Pensacola, Florida 32502.

**ARTICLE II
DURATION**

The duration of this corporation is perpetual.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares.

**ARTICLE IV
PURPOSE**

The general purpose for which this corporation is organized is:

- (1) The operation of a franchise and any and all lawful business.
- (2) To do such other things as are incidental to the foregoing or necessary, implied helpful, or desirable in order to accomplish the foregoing.

**ARTICLE V
REGISTERED OFFICE AND AGENT**

The initial street address of the Corporation's registered office is 2045 Fountain Professional Court, Suite A, Navarre, Florida, 32566. The initial registered agent for the Corporation at that address is Kerry Anne Schultz, Esquire.

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ARTICLE VI
THE BOARD OF DIRECTORS

The initial board of directors shall consist of two directors. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than two. The name and address of the person who will serve on the initial board of directors is:

Name	Address
Michael A. Carro	120 East Main Street, Suite D Pensacola, Florida 32502
Craig Reeder	120 East Main Street, Suite D Pensacola, Florida 32502

ARTICLE VII
INCORPORATORS

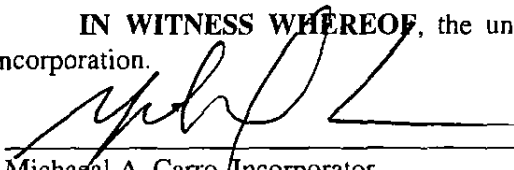
The name and street address of the incorporator signing these articles of incorporation is:

Name	Address
Michael A. Carro	120 East Main Street, Suite D Pensacola, Florida 32502

ARTICLE VIII
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

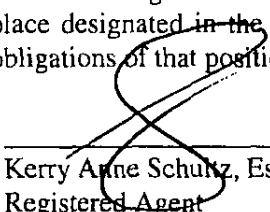
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation.


Michael A. Carro, Incorporator

3-7-17
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for VODOO FRANCHISING, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.


Kerry Anne Schultz, Esquire
Registered Agent

3/7/17
Date

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TALLAHASSEE, FLORIDA