

P170000033940

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

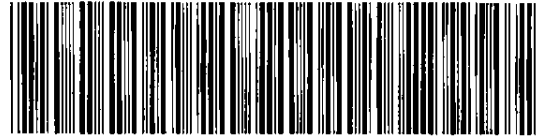
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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04/10/17--01023--001 \*\*105.00

17 APR 10 PM 3:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

APR 10 2017

11 4/13/17

COVER LETTER

TO: Charter Section  
Division of Corporations

SUBJECT: Ultimate Equity Holdings, 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:

Nathan M. Beardon  
Contact Person

Ultimate Equity Holdings, LLC  
Firm/Company

2328 10th Avenue North Suite 103  
Address

Lakewood, FL 33461  
City, State and Zip Code

nathan@membershipauto.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rachael Lynn Morgan (561) 221-6215  
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 ☐ \$113.75 Filing Fees ☐ \$122.50 Filing Fees,  
and Certificate of Status and Certified Copy 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

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

FILED  
17 APR 10 PM 3:18  
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:

Ultimate Equity Holdings, LLC  
Enter Name of Other Business Entity

2. The "Other Business Entity" is a LLC  
(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 14, 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:

Florida

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

Ultimate Equity Holdings, Inc  
Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: 04/01/2017  
(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 04<sup>th</sup> day of April, 2017.

**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: Nathan M. Park Title: President / CEO / Founder

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

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

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

**ARTICLE I NAME**

The name of the corporation shall be: Ultimate Equity Holdings, Inc.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailling address is:

Principal street address      Mailing address, if different is:  
2328 10th Avenue North Suite # 103  
Lake Worth, FL 33461

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Holdings Corporation

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE IV SHARES**

The number of shares of stock is: 100 million shares par value \$5.00 per share

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: <u>Nathan Beardon, President</u>	Name and Title: <u>Arthur Beardon, Vice President</u>
Address: <u>2328 10th Ave. N. Suite 103</u> <u>Lake Worth, FL 33461</u>	Address: <u>2328 10th Ave. N. Suite 103</u> <u>Lake Worth, FL 33461</u>
Name and Title: <u>Ken Behr, CEO</u>	Name and Title: <u>Lamont Pete, Board of Directors</u>
Address: <u>2328 10th Ave. N. Suite 103</u> <u>Lake Worth, FL 33461</u>	Address: <u>2328 10th Ave. N. Suite 103</u> <u>Lake Worth, FL 33461</u>
Name and Title: <u>Rick Baker, Board of Directors</u>	Name and Title: _____
Address: <u>2328 10th Ave. N. Suite 103</u> <u>Lake Worth, FL 33461</u>	Address: _____

**ARTICLE VI REGISTERED AGENT**

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

Name: Nathan M. Reardon  
Address: 2328 10th Ave N. Suite 103  
Lake Worth, FL 33461

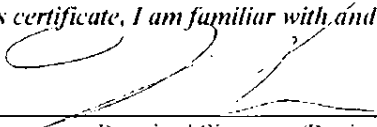
**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: Nathan M. Reardon  
Address: 2328 10th Ave. N. Suite 103  
Lake Worth, FL 33461

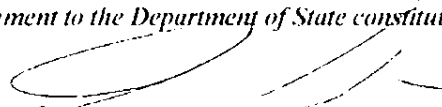
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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

  
Required Signature/Registered Agent

4/4/2017  
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

4/4/2017  
Date

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA