

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
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(City/State/Zip/Phone #)

☐ PICK-UP      ☐ WAIT      ☐ MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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

M. MOON  
MAY 07 2018



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18 MAY -4 AM 12:51  
FBI - NEW YORK

DEPARTMENT OF STATE  
ACCOUNT FILING COVER SHEET

Account Number FCA000000017  
Date: 5-4-18

Requestor Name: Carlton Fields

Address: Post Office Drawer 190  
Tallahassee, Florida 32302

Telephone: (850) 513-3619 - direct  
(850) 224-1585

Contact Name: Kim Pullen, CP, FRP

Corporation Name:

Synced Soccer, Inc.

Email Address:

Entity Number:

Authorization:

Kim Pullen

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18 MAY - 4 PM 12:51  
TALLAHASSEE, FLORIDA  
S. GORDON, CLERK

850-~~224~~-  
224  
1585

☒ Articles of Inc.  
Certified Copy

☒ Certificate of Status

☐ New Filings

☐ Plain Stamped Copy

☐ Annual Report

☐ Fictitious Name

☐ Amendments

☐ Registration

( ☒ ) Call When Ready

( ☒ ) Call if Problem

( ☐ ) After 4:30

( ☒ ) Walk In

( ☐ ) Will Wait

( ☒ ) Pick Up

CF Internal Use Only

Client: 95001 Matter: 75001

Name: E. Driskell Office: TPA

9301656.4

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18

**ARTICLES OF CONVERSION  
FOR OTHER BUSINESS ENTITY INTO FLORIDA CORPORATION**  
(Pursuant to Florida Statutes §607.1115)

The Articles of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Corporation in accordance with §607.1115, Florida Statutes, effective May 4, 2018.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is Prime Soccer, L.L.C. (the "**Other Business Entity**").
2. The "Other Business Entity" is a limited liability company, and was first organized in the State of Florida on April 29, 2016, under document number L16000084932.
3. The name of the Florida Corporation as set forth in the attached Articles of Incorporation is Synced Soccer, Inc., a Florida corporation (the "**Company**"), organized pursuant to the Florida Business Corporation Act.
4. The effective date of the filing of these Articles of Conversion is May 4, 2018
5. The Plan of Conversion entered into was approved by the sole member and manager of the "Other Business Entity" in accordance with Chapter 605 of the Florida Statutes and in accordance with the Florida Revised Limited Liability Company Act
6. The "Converted or Other Business Entity" has agreed to pay any shareholders having appraisal rights the amount to which such shareholders are entitled under §605.1006 and 605.1061-605.1072 Florida Statutes.
7. The principal office of the Company shall be located at 7262 Cedarcrest Boulevard, Lakeland, FL 33810.

Dated effective as of May 4, 2018

*[Signature page follows]*

**FILED**  
**18 MAY -4 PM 12:51**  
**CLERK OF CIRCUIT COURT**  
**FLORIDA**

PRIME SOCCER, L.L.C

By: \_\_\_\_\_

Kidane Henry, Manager

SYNCED SOCCER, INC.

By: \_\_\_\_\_

Kidane Henry, President

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**ARTICLES OF INCORPORATION  
OF  
SYNCED SOCCER, INC.**

The undersigned, acting as incorporator, hereby forms a corporation under the Florida Business Corporation Act and adopts the following Articles of Incorporation for the Corporation:

**ARTICLE I**

**Name**

The name of the corporation (hereinafter referred to as the "Corporation") is:

Synced Soccer, Inc.

**ARTICLE II**

**Initial Principal Office and Mailing Address**

The initial principal office and mailing address of the Corporation is: 7262 Cedarcrest Boulevard, Lakeland, FL 33810.

**ARTICLE III**

**Effective Date**

The Corporation shall commence existence on May 4, 2018 and the Corporation shall exist perpetually thereafter

**ARTICLE IV**

**Capital Stock**

The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is Twenty Million shares (20,000,000), consisting of Ten Million (10,000,000) common shares, having a par value of \$0.001 per share ("Common Shares"), and Ten Million (10,000,000) preferred shares, having a par value of \$0.001 per share (the "Preferred Shares").

The Board of Directors of the Corporation (the "Board of Directors") is hereby expressly authorized, subject to limitations prescribed by law and this Article III, to provide for the issuance of Preferred Shares in one or more classes or series, and, by filing Articles of Amendment to the Articles of Incorporation pursuant to the applicable law of the State of Florida, to establish from time to time the number of shares to be included in each such class or series, to fix the designations, powers, preferences, and rights of the shares of such class or series and any qualifications, limitations, or restrictions thereof; and, subject to the limitations and restrictions set forth in the Articles of Amendment or Amendments adopted by the Board of Directors originally fixing the number of shares constituting any series or class, to increase or decrease the number of shares of any such class or series subsequent to the issue of shares of that class or series, but not below the number of shares of such class or series then outstanding. In case the number of shares of any class or series of Preferred Shares shall be so decreased, the shares constituting such decrease shall resume the status which they had prior to the adoption of the Amendment or Amendments to the Articles of Incorporation originally fixing the number of shares of such class or series.

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CLERK OF DISTRICT COURT  
HALL COUNTY, FLORIDA

Except as expressly provided in any Amendment or Amendments to the Articles of Incorporation designating any class or series of Preferred Shares pursuant to the foregoing provisions of this Article III, shares of any class or series of Preferred Shares which have been redeemed (whether through the operation of a sinking fund or otherwise), purchased, or otherwise acquired by the Corporation, or which, if convertible or exchangeable, have been converted or exchanged for shares of stock of any other class, classes, or series, shall have the status of authorized and unissued shares of Preferred Shares and may be reissued as part of the class or series of which they were originally a part or may be reclassified and reissued as part of a new class or series of Preferred Shares to be created pursuant to the provisions of this Article III or as part of any other class or series of Preferred Shares.

**ARTICLE V**  
**Initial Registered Agent and Office**

The street address of the initial registered office of the Corporation is 7262 Cedarcrest Boulevard, Lakeland, FL 33810, and the name of its initial registered agent at that address is Kidane Henry.

**ARTICLE VI**  
**Purpose**

The purpose for which this Corporation is organized is to engage in any lawful act, activity, or business permitted under the laws of the United States or the State of Florida.

**ARTICLE VII**  
**Board of Directors**

The Corporation shall have one (1) director initially, who shall serve as a director of the Corporation until the first annual meeting of the shareholders of the Corporation and his successor is elected and qualified, or until his earlier resignation, removal from office, or death. The number of directors of the Corporation hereafter shall be such number as from time to time fixed by, or fixed in the manner prescribed by, the bylaws of the Corporation; *provided, however*, that in no event shall the number of directors be less than one. The name and mailing address of the person who shall serve as the initial directors is:

Name

Address

Kidane Henry

7262 Cedarcrest Boulevard,  
Lakeland, FL 33810

**ARTICLE VIII**  
**Bylaws**

In furtherance and not in limitation of the powers conferred upon it by law, the board of directors of the Corporation is expressly authorized to adopt, amend, or repeal the Bylaws of the Corporation to the extent permitted by law.

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TALLAHASSEE, FLORIDA

**ARTICLE IX**  
**Indemnification; Exculpation**

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or threatened to be made, a party to any action, suit, or proceeding (whether civil, criminal, administrative, or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served as an director or officer of any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article IX is a part to authorize corporate action further eliminating or limiting the personal liability of directors or officers, then the liability of directors and officers of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraphs of this Article IX by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

**ARTICLE X**  
**Amendment**

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereinafter prescribed by the laws of the State of Florida. All rights, powers, privileges, and discretionary authority granted or confessed herein upon shareholders or directors are granted or confessed subject to this reservation.

**ARTICLE XI**  
**Incorporator**

The name and address of the incorporator are:

Name

Kidane Henry

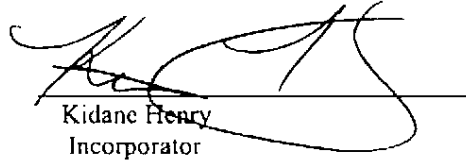
Address

7262 Cedarcrest Boulevard,  
Lakeland, FL 33810

[Signatures On Next Page]

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned has signed these Articles of Incorporation on May 4, 2018.

  
Kidane Henry  
Incorporator

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SECRETARY OF STATE  
MAIL ADDRESS DIVISION




### ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the duties and obligations of its position as registered agent.

Dated this 1st day of May, 2018.

REGISTERED AGENT:

By:   
Kidane Henry

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SECTION 101  
TALLAHASSEE, FL 32301