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(Re	equestor's Name)		
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(Cit	ty/State/Zip/Phone	e #)	
PICK-UP	☐ WAIT	MAIL	
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Certified Copies	_ Certificates	s of Status	
Special Instructions to Filing Officer:			





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SECRETARY OF STATE FALLAHASSEE, FLORIDA

MAY 1 7 2018 T SCHROEDER

#### **COVER LETTER**

TO:

Charter Section

Tallahassee, FL 32301

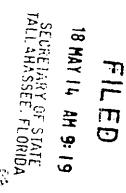
Division of Cor					
SUBJECT: PAINT PRO	OS PLUS, INC.				
SUBJECT.	Name of	Resulting Flo	orida Profit	Corporation	
	e of Conversion, Articles Profit Corporation" in ac			ees are submitted to convert and 15, F.S.	ı "Other Business
Please return all corresp	ondence concerning this	s matter to:			
Jenni Gilray					
	Contact Person		<del></del>		
Alron Corps, Inc.					
	Firm/Company				
3990 Minton Rd					
	Address		<del>-                                    </del>		
Melbourne, FL 32904					
	City, State and Zip Code	e	<del></del>		
paintprosplus321@gmail	.com				
E-mail address: (t	o be used for future annu	ial report not	ification)		
For further information	concerning this matter.	please call:			
Jenni Gilray		_at ( 321	951-70	626	
Name of Co	ontact Person	\	ea Code and	Daytime Telephone Number	
Enclosed is a check for	the following amount:				
■ \$105.00 Filing Fees	□\$113.75 Filing Fees and Certificate of Status	□\$113.75 I and Certifie		☐\$122.50 Filing Fees, Certified Copy, and Certificate of Status	
STREET ADDRESS: New Filings Section Division of Corporation Clifton Building 2661 Executive Center			New F Divisio P. O. B	ING ADDRESS: ilings Section on of Corporations lox 6327 assee, FL, 32314	

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

This Certificate of Conversion <u>and attached Articles of Incorporation</u> 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:
PAINT PROS PLUS,LLC
Enter Name of Other Business Entity
2. The "Other Business Entity" is a L17000194439
(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
(Enter state, or if a non-U.S. entity, the name of the country)
09/18/2017 on .
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:
4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:
PAINT PROS PLUS, INC.
Enter Name of Florida Profit Corporation
5. If not effective on the date of filing, enter the effective date:  (The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florid Department of State.)  Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be

Page 1 of 2



Signed thisday of	. 20 18			
Required Signature for Florida Profit Corporation:				
Signature of Chairman, Vice Chairman, Director, Office Incorporator:  Printed Name: Ference Roman Title: President	<del></del>	n selec	ted, a	n
Required Signature(s) on behalf of Other Business I	Entity: [See below for required signature(s	s).]		
Signature:		_		
Printed Name: Jeremy J Roman	Title: President/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 Signature of one General Partner.	Partnership:			
If Florida Limited Partnership or Limited Liability Signatures of ALL General Partners.	Limited Partnership:			
If Florida Limited Liability Company: Signature of a Member or Authorized Representative.		SECRI TALL AI	18 MAY 14	
All others: Signature of an authorized person.		ETARY O HASSEE.	**	FILED
Fees:  Certificate of Conversion: Fees for Florida Articles of Incorporation: Certified Copy: Certificate of Status:	\$35.00 \$70.00 \$8.75 (Optional) \$8.75 (Optional)	FSTATE	AH 9: 19	

#### **ARTICLES OF INCORPORATION**

#### <u>OF</u>

#### Paint Pros Plus, Inc.

The undersigned Incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the Following Articles of Incorporation.

#### **ARTICLE I: NAME**

The name of the corporation shall be:

Paint Pros Plus, Inc.

#### ARTICLE II: PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

1754 Parrsboro St NW Palm Bay, FL 32907

#### ARTICLE III: NATURE OF BUSINESS - PURPOSE &

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation,

#### ARTICLE IV: CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock at \$1.00 par value per share.

#### ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually, commencing upon filing and acknowledgment hereof as provided by Florida State Statute 607.0203.

#### **ARTICLE VI: PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VII: VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares

#### ARTICLE VIII: OFFICERS AND DIRECTORS

The names and street addresses of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successors are elected, is/are:

Jeremy J Roman - DPT 1754 Parrsboro St NW Palm Bay, FL 32907

Laura L Elder - DVPS 1754 Parrsboro St NW Palm Bay, FL 32907

#### **ARTICLE IX: INCORPORATOR**

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

Jeremy J Roman 1754 Parrsboro St NW Palm Bay, FL 32907

#### ARTICLE X: BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

### ARTICLE XI: APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not law requires such approval.

#### ARTICLE XII: COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of the directors of this corporation.

#### ARTICLE XIII: INDEMNIFICATION

The corporation shall, to the fullest extent permitted by Florida Statute Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

#### **ARTICLE XIV: AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE XV: I.R.C. SECTION 1244 STOCK

It is the intent of the Incorporator(s) to qualify the shares issued hereunder as 'Section 1244 Stock' pursuant to Section 1244 of the Internal Revenue Code of 1986.

#### **ARTICLE XVI: "S" CORPORATION ELECTION**

It is the intent of the Incorporator(s) to file the appropriate Sub-Chapter S Corporation Internal Revenue Code Election (IRS Form 2553) at the organizational Meeting hereof.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on May 8, 2018.

Jereny J. Roman. Incorporator

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to the provisions of Section 607.0501 and 617.0501. Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Paint Pros Plus, Inc.

2. The name and address of the registered agent and office is:

Jeremy J Roman 1754 Parrsboro St NW Palm Bay, FL 32907

#### **ACKNOWLEDGMENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION. AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES. AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Jeremy J Roman, Registered Agent

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