

P1600000 S23411

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

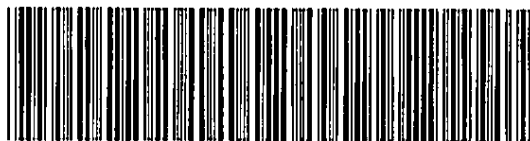
(Document Number)

Certified Copies _____

Certificates of Status _____

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Rutherford & Titan, Inc.

Name of Florida Profit Corporation

The enclosed Certificate of Conversion and fee(s) are submitted to convert a Florida Profit Corporation into an "Other Business Entity" in accordance with s. 607.1113, F.S.

Please return all correspondence concerning this matter to:

Yigal Saghian

Contact Person

Crain, Caton & James

Firm/Company

1401 McKinney, Suite 1700

Address

Houston, TX 77010

City, State and Zip Code

ysaghian@craincaton.com

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

For further information concerning this matter, please call:

Yigal Saghian

Name of Contact Person

at (713) 752-8667

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee
and Certificate of
Status



\$43.75 Filing Fee
and Certified Copy



\$52.50 Filing Fee,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Poydras Street, Suite 2000
New Orleans, LA 70112-2501

MAILING ADDRESS:

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32304-6327

Step 5

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

This Certificate of Conversion is submitted to convert the following **Florida Profit Corporation** into an **"Other Business Entity"** in accordance with s. 607.1113, Florida Statutes.

1. The name of the Florida Profit Corporation converting into the "Other Business Entity" is:

Rutherford & Titan, Inc.

Enter Name of Florida Profit Corporation

2. The name of the "Other Business Entity" is:

Rutherford & Titan, Inc.

Enter Name of "Other Business Entity"

3. The "Other Business Entity" is a for-profit corporation
(Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of the state of Texas
(Enter state, or if a non-U.S. entity, the name of the country)

4. The above referenced Florida Profit Corporation has converted into an "Other Business Entity" in compliance with Chapter 607, F.S., and the conversion complies with the applicable laws governing the "Other Business Entity."

5. The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, F.S.

6. If applicable, the written consent of each shareholder who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to s. 607.1112(6), F.S.

shall be effective

7. This conversion ~~was effective~~ under the laws governing the "Other Business Entity"

on: December 11, 2019 at 11:59 P.M. Eastern Standard Time (EST)

Step 5

8. This conversion shall be effective in Florida on: December 11, 2019 at 11:59 P.M. Eastern Standard Time (EST)
 (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 of the conversion under the laws governing the "Other Business Entity.")

9. The "Other Business Entity's" principal office address, if any:

401 Louisiana Street, 8th Floor

Houston, Texas 77002-1629214

10. If the "Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Other Business Entity":

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida profit corporation, including any appraisal rights of shareholders of the converting Florida profit corporation under ss. 607.1301-607.1333, Florida Statutes.

b.) Lists the following street and mailing address of an office, which the Florida Department of State may use for purposes of s. 607.1114(4), Florida Statutes.

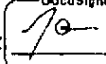
Street Address: 401 Louisiana Street, 8th Floor
Houston, Texas 77002

Mailing Address: 401 Louisiana Street, 8th Floor
Houston, Texas 77002

11. The "Other Business Entity" has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under ss.607-1301-607.1333, F.S.

Signed this 5th day of November 2019.

DocuSigned by:

Signature: 

(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: James F. Arthur III Title: President

Fees: Filing Fee: \$35.00
 Certified Copy: \$8.75 (Optional)
 Certificate of Status: \$8.75 (Optional)

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