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(Requestor's Name)

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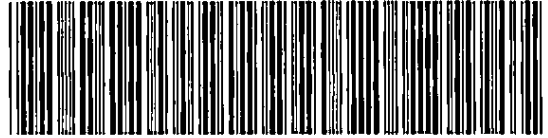
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG 31 2018

T SCHROEDER

COVER LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Kelsey Capital Management, Inc.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status \$ 8.75

Deanna Bierwerth

Name (printed or typed)

901 Marquette Ave., 2100 AT&T Tower

Address

Minneapolis, MN 55402

City, State & Zip

612-305-1504

Daytime Telephone Number

dkb@dewittmcm.com

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

CERTIFICATE OF DOMESTICATION

The undersigned, Kevin L. Roberg, President and CEO
(Name) (Title)

of Kelsey Capital Management, Inc. a foreign corporation.
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was October 19, 2012.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was South Dakota.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Kelsey Capital Management, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Kelsey Capital Management, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was South Dakota.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President and CEO of Kelsey Capital Management, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 16TH day of AUGUST, 2018.

Kevin L. Roberg
(Authorized Signature)

Filing Fee:

Certificate of Domestication
Articles of Incorporation and Certified Copy
Total to domesticate and file

\$ 50.00
\$ 78.75
\$128.75

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ARTICLES OF INCORPORATION
In Compliance with Chapter 607, F.S.

FIRST: The name of the corporation (the "Corporation") shall be: **Kelsey Capital Management, Inc.**

SECOND: The aggregate number of shares which the Corporation shall have the authority to issue is 10,000 with each share having par value of \$1.00.

The directors shall have the power and authority to fix by resolution any designation of class, series, voting power, preference, right, qualification, limitation, restriction, dividend, time, and price of redemption, and conversion right with respect to any stock of the Corporation.

THIRD: The complete address of the Corporation's principal office shall be: 4585 Tamarind Way, Naples, FL 34119.

FOURTH: The address of the initial registered office of the Corporation shall be: 4585 Tamarind Way, Naples, FL 34119, and the name of its initial registered agent at such address is: Jacob Roberg.

FIFTH: The name and address of the incorporator is:

<u>Name:</u>	<u>Address:</u>
Jacob T. Roberg	4585 Tamarind Way Naples, FL 34119

SIXTH: The names and addresses of the initial directors and/or officers, who shall serve until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name:</u>	<u>Address:</u>	<u>Title:</u>
Kevin L. Roberg	8940 Burrowing Owl Court Naples, FL 32140	Chief Executive Officer, President, and Director
Cindy S. Roberg	8940 Burrowing Owl Court Naples, FL 32140	Secretary, Treasurer, and Director
Jacob T. Roberg	4585 Tamarind Way Naples, FL 34119	Director
Katherine Wiatrowski (Roberg)	16385 56 th Avenue North Plymouth, MN 55446	Director

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The term of office of the first directors shall be until his or her successors are elected and have qualified, or until his or her earlier death, resignation, removal or disqualification. The management of this Corporation shall be vested in the Board of Directors. The number, qualifications, term of office, method of election, powers, authority, and duties of the Board of Directors of the Corporation; the time and place of their meetings; and such other provisions with respect to the directors as are not consistent with the express provisions of these Articles of Incorporation shall be specified in the Bylaws of the Corporation or, if not set forth therein, as determined by the Board of Directors.

SEVENTH: The Corporation shall have general business purposes and shall possess all powers necessary to conduct any business in which it is authorized to engage, including but not limited to, all those powers expressly conferred upon business corporations under Chapter 607.0301, as it may from time to time be amended, together with those powers implied therefrom.

EIGHTH: The shareholders of the Corporation shall not have any preemptive rights to purchase any shares or other securities or rights to purchase shares or other securities of the Corporation, now or hereafter authorized. The shareholders of the Corporation shall not have the right of cumulative voting.

NINTH: A director of the Corporation shall not be personally liable to the Corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for (a) the amount of a financial benefit received by a director to which the director is not entitled; (b) an intentional infliction of harm on the Corporation or the shareholders; (c) a violation of Florida Statutes § 607.0831; or (d) an intentional violation of criminal law.

If the Florida Business Corporation Act is amended after this Article becomes effective to authorize corporate action further eliminating or limited the personal liability of directors, then the liability of a director 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 this Article 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.

TENTH: Directors, officers, employees and agents of this Corporation shall be indemnified to the maximum extent permitted by the Florida Business Corporation Act, for expenses and liabilities arising by reason of their positions with, or by acts taken, or any failure to take an action, in such capacities on behalf of, the Corporation or another corporation which they may serve at the request of the Corporation.

ELEVENTH: Except as specifically set forth herein, directors shall take action by the affirmative vote of a majority of the Corporation's Board of Directors. An action required or permitted to be taken at a meeting of the Board of Directors may be taken by written action signed by the number of directors that would be required to take such action at a meeting of the Board of Directors at which all directors were present.

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TALLAHASSEE, FLORIDA

TWELFTH: Except as specifically set forth herein, shareholders shall take action by the affirmative vote of a majority of the Corporation's issued and outstanding voting shares. An action required or permitted to be taken at a meeting of the Shareholders may be taken by written action signed by all of the shareholders entitled to vote on that action.

THIRTEENTH: The period of the Corporation's duration shall be perpetual.

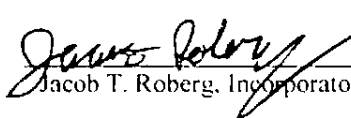
FOURTEENTH: These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.



Jacob T. Roberg, Registered Agent

8-7-2018
Date



Jacob T. Roberg, Incorporator

8-7-2018
Date

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