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(Requestor's Name)

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☐ PICK-UP

☐ WAIT

☐ MAIL

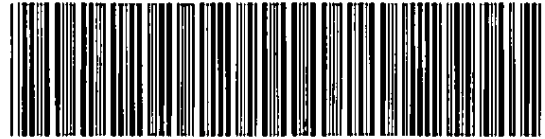
\_\_\_\_\_  
(Business Entity Name)

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(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



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SECRETARY OF STATE  
TALLAHASSEE, FL

N CULLIGAN

OCT 21 2019

**Steven A. Wagner, P.A.**  
ATTORNEY AT LAW  
3275 WEST HILLSBORO BOULEVARD, SUITE 205  
DEERFIELD BEACH, FLORIDA 33442

STEVEN A. WAGNER, ESQ.

MEMBER: FLORIDA AND  
DISTRICT OF COLUMBIA BARS

TELEPHONE : (954) 418-0347  
FACSIMILE : (954) 418-0355

September 20, 2019

Charter Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: **The Rose Solution, INC.**

ATTENTION: New Filing Department

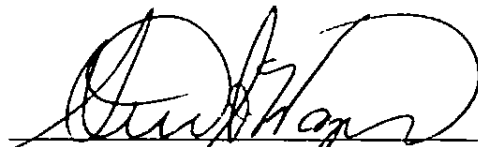
To Whom It May Concern:

The enclosed original and one (1) copy of the Articles of Incorporation, including acceptance of registered agent, Certificate of Conversion and a check in the amount of \$113.75, reflecting payment of the \$35.00 Conversion Fee, \$70.00 Florida Profit Articles of Incorporation Fee, and \$8.75 Certified Copy Fee are being submitted to convert an "Other Business Entity" into a Florida Profit Corporation in accordance with F.S. §607.1115. **Please return said certified copy and all accompanying documents to my attention at the following address:**

**STEVEN A. WAGNER, P.A.**  
**3275 West Hillsboro Boulevard, Suite 205**  
**Deerfield Beach, Florida 33442**  
E-Mail - [WAGNERPA@bellsouth.net](mailto:WAGNERPA@bellsouth.net)

Should any additional information be required, please do not hesitate to contact me at the above listed address. Thank you for your prompt attention to this matter.

Very truly yours,

  
STEVEN A. WAGNER, ESQ.

SAW:is  
Enc.



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 8, 2019

STEVEN A. WAGNER, P.A.  
3275 WEST HILLSBORO BLVD., STE 205  
DEERFIELD BEACH, FL 33442

SUBJECT: THE ROSE SOLUTION, INC.  
Ref. Number: W19000089428

We have received your document for THE ROSE SOLUTION, INC. and your check(s) totaling \$113.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Correct the spelling of city in Article II.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Neysa Culligan  
Regulatory Specialist II

Letter Number: 919A00020631

2019 OCT 21 AM 10:41

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SECRETARY OF STATE  
TALLAHASSEE, FL

**CERTIFICATE OF CONVERSION**

**FOR**

**"OTHER BUSINESS ENTITY"**

**INTO**

**FLORIDA PROFIT CORPORATION**

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 F.S. §607.1115.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: **The Rose Solution, LLC.**
2. The "Other Business Entity" is a limited liability company which was first organized, formed and incorporated under the laws of the State of Florida on October 29, 2012.
3. The jurisdiction of the "Other Business Entity" was never changed since it was organized, formed and incorporated.
4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation is **The Rose Solution, INC.**
5. The effective date of this Conversion shall be the date of filing.

Signed this 20 day of September, 2019.

**Signature of Incorporator of Florida Profit Corporation:**

  
RICHARD MALDANER, INCORPORATOR

**Signature on behalf of "Other Business Entity":**

  
RICHARD MALDANER, MANAGING MEMBER

**ARTICLES OF INCORPORATION**

**OF**

**The Rose Solution, INC.**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FL.

In compliance with the requirements of F.S. Chapter 607, the undersigned does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I - CORPORATE NAME**

The name of this corporation is THE ROSE SOLUTION, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation is: **239 Wildwood Circle, Deerfield Beach, Florida 33442.**

**ARTICLE III - DURATION**

The term of existence of this corporation is perpetual.

**ARTICLE IV - PURPOSE**

This purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE V - CAPITAL STOCK**

The maximum number of shares of Capital Stock this Corporation is authorized to issue is ONE HUNDRED (100), all of which shall be Common Shares, and shall have a par value of one dollar (\$1.00) per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE VI - INCORPORATOR**

The name and address of the incorporator of these articles of incorporation is:

NAME  
RICHARD MALDANER

ADDRESS  
P.O. BOX 5163  
Deerfield Beach, Florida 33442

## **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of One or more members to hold office until the first annual meeting of stockholders, or until his/her earlier resignation, removal from office or death, and his/her successor shall have been duly elected. The number of Directors may be either increased or decreased, from time to time, in accordance with the By-Laws of the Corporation. The name and address of the initial Director of the Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
RICHARD MALDANER	P.O. BOX 5163 Deerfield Beach, Florida 33442

## **ARTICLE IX - PRE-EMPTIVE RIGHTS**

Every shareholder of the Corporation shall, upon the sale for cash of any new stock of this corporation, have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is generally offered.

## **ARTICLE X - INDEMNIFICATION**

The Corporation shall indemnify and hold harmless any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

## **ARTICLE XI - AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained within these Articles of Incorporation or any amendments hereto, and any rights conferred upon the shareholders of this Corporation is subject to this reservation.

## **ARTICLE XII - REGISTERED OFFICE AND REGISTERED AGENT**

The name and address of the initial registered agent is:

<u>NAME</u>	<u>ADDRESS</u>
STEVEN A. WAGNER, ESQ.	3275 WEST HILLSBORO BOULEVARD, SUITE #205 DEERFIELD BEACH, FLORIDA 33442

IN WITNESS WHEREOF, the undersigned incorporator of this Corporation has executed these articles of incorporation this 26 day of September, 2019.

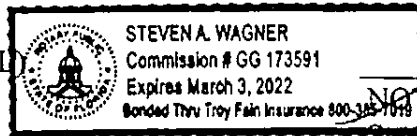
By:   
RICHARD MALDANER, Incorporator

STATE OF FLORIDA                     )  
COUNTY OF BROWARD                )

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared RICHARD MALDANER who has produced a Fl. Drivers License as identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 20 day of September, 2019

(SEAL)



[Signature]  
NOTARY PUBLIC Signature  
State of Florida

My commission expires:  
Commission Number:

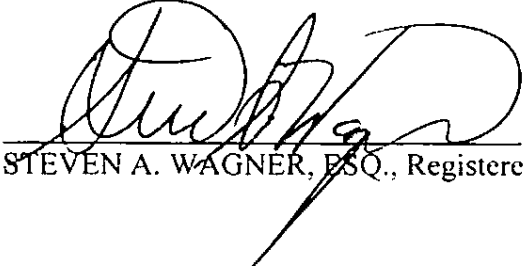
\_\_\_\_\_  
Name typed or printed

**CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT OF:**

**The Rose Solution, INC.**

**AS DESIGNATED IN ARTICLES OF INCORPORATION**

Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation, I am familiar with and agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
STEVEN A. WAGNER, ESQ., Registered Agent

**FILED**  
2019 OCT 21 PM 2:44  
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TALLAHASSEE, FL