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(Business Entity Name)

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OCT 21 2019  
FALLS CHURCH, VA  
FALLS CHURCH, VA

2019 OCT 23 PM 2:21

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OCT 21 2019

Stamper



## Filing Cover Sheet

To: Florida Division of Corporations

From: Kim Tadlock c/o Capitol Services, Inc.

Date: 10/23/2019

Trans#: 1085067

Entity Name: BESPOKE CREATIONS, INC. (CO) CONVERTING INTO BESPOKE CREATIONS, INC. (FL)

Articles Incorporation ( )

Articles of Dissolution ( )

☒ Conversion (XX)

Foreign Qualification ( )

Limited Partnership ( )

Reinstatement ( )

Other ( )

Articles of Amendment ( )

Annual Report ( )

Fictitious Name ( )

Limited Liability ( )

Merger ( )

Withdrawal / Cancellation ( )

STATE FEES PREPAID WITH CHECK#1642 FOR \$113.75

PLEASE RETURN:

☒ Certified Copy (XX)

Plain Photocopy ( )

Good Standing ( )

Certificate of Fact ( )

## COVER LETTER

**TO:** Charter Section  
Division of Corporations

**SUBJECT:** Bespoke Creations, Inc.

Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Regina M. Scott

Contact Person

Morris, Manning &amp; Martin, LLP

Firm/Company

3343 Peachtree Rd., NE, Suite 1600

Address

Atlanta, GA 30326

City, State and Zip Code

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

For further information concerning this matter, please call:

Regina M. Scott

at ( 404 ) 233-7000

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

<input type="checkbox"/> \$105.00 Filing Fees	<input type="checkbox"/> \$113.75 Filing Fees and Certificate of Status	<input type="checkbox"/> \$113.75 Filing Fees and Certified Copy	<input type="checkbox"/> \$122.50 Filing Fees, Certified Copy, and Certificate of Status
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**STREET ADDRESS:**

New Filings Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

**New Filings Section**  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**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 s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Bespoke Creations, Inc.

Enter Name of Other Business Entity

2. The "Other Business Entity" is a Corporation  
(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 Colorado  
(Enter state, or if a non-U.S. entity, the name of the country)

on June 19, 2018

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:

Florida

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation**:

Bespoke Creations, Inc.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_.

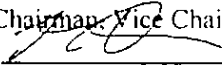
**(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)**

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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TALLAHASSEE, FLORIDA

Signed this 23rd day of October, 2019

**Required Signature for Florida Profit Corporation:**

Signature of ~~Chairman~~ Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: 

Printed Name: Travis Priest Title: Chief Executive Officer

**Required Signature(s) on behalf of Other Business Entity:** [See below for required signature(s).]

Signature: 

Printed Name: Travis Priest Title: Chief Executive Officer

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 Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**If Florida Limited Liability Company:**

Signature of a Member or Authorized Representative.

**All others:**

Signature of an authorized person.

**Fees:**

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**ARTICLES OF INCORPORATION  
OF  
BESPOKE CREATIONS, INC.**

**In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)**

The undersigned, acting as the incorporator of Bespoke Creations, Inc., a corporation organized under Chapter 607 of the Florida Business Corporation Act, adopts the following articles of incorporation ("Articles of Incorporation"):

**ARTICLE I.**

The name of the corporation is Bespoke Creations, Inc. (the "Corporation").

**ARTICLE II.**

The initial principal business office and mailing address of the Corporation is: 5342 Clark Road, #3019, Sarasota, FL 34233-3227.

**ARTICLE III.**

The Corporation shall have authority to issue not more than One Hundred (100) shares of common stock, \$0.0001 par value per share (the "Common Stock"). The holders of the Common Stock are entitled to one vote for each share of Common Stock held at all meetings of stockholders (and written actions in lieu of meetings).

**ARTICLE IV.**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (as in effect from time to time, the "Florida Act").

**ARTICLE V.**

The initial registered office of the Corporation in the State of Florida is 515 East Park Avenue, 2nd Floor, Tallahassee, Florida 32301. The initial registered agent of the Corporation shall be Capitol Corporate Services, Inc.

**ARTICLE VI.**

The name and address of the initial officers and directors are:

<b><i>Board</i></b>	
<b><i>Name</i></b>	<b><i>Address</i></b>
Travis Priest	5342 Clark Road, #3019 Sarasota, FL 34233-3227

<i>Officers</i>		
<i>Name</i>	<i>Office</i>	<i>Address</i>
Travis Priest	Chief Executive Officer, President, Secretary and Treasurer	5342 Clark Road, #3019 Sarasota, FL 34233-3227

#### **ARTICLE VII.**

The number of directors of this Corporation shall be determined in the manner set forth in the Bylaws of this Corporation.

#### **ARTICLE VII.**

The name and address of the incorporator is:

Christopher W. Collins, Esq.  
Morris, Manning & Martin, LLP  
1600 Atlanta Financial Center  
3343 Peachtree Road, N.E.  
Atlanta, Georgia 30326

#### **ARTICLE VIII.**

Except as otherwise provided in these Articles of Incorporation, in furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, repeal, alter, amend and rescind any or all of the Bylaws of the Corporation.

#### **ARTICLE IX.**

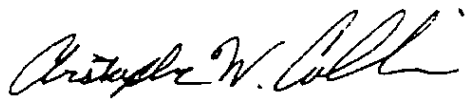
A director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Act as currently in effect or as the same may hereafter be amended. If the Florida Act is amended after the date hereof to authorize corporate action further eliminating or limiting 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 Act, as so amended. No amendment, modification or repeal of this Article IX shall adversely affect any right or protection of a director that exists at the time of such amendment, modification or repeal.

#### **ARTICLE X.**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

*[Signature Page to the Articles of Incorporation of Bespoke Creations, Inc. Follows This Page]*

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23rd day of October, 2019.



Christopher W. Collins, Esq., Incorporator

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Christopher W. Collins, Esq., Incorporator

Date:

*[Signature Page to the Articles of Incorporation of Bespoke Creations, Inc.]*



**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR  
THE SERVICE OR PROCESS WITHIN FLORIDA**

Having been named to accept service of process for the above stated Corporation, I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CAPITOL CORPORATE SERVICES, INC.

Kim Tadlock  
Name: Kim Tadlock  
Title: Asst. Sec. on behalf of  
Capitol Corporate Services, Inc.