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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

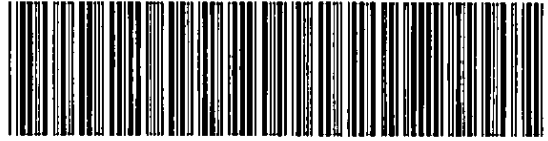
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: SD FRANCHISE INC.
(Name of Resulting Florida Profit Corporation)

The enclosed Articles of Conversion, Articles of Incorporation and fees are submitted to convert the following eligible entity into a "Florida Profit Corporation" in accordance with ss. 607.11933 & 607.0202, F.S.

Please return all correspondence concerning this matter to:

Robert Kapusta, Jr., Esq.
Contact Person

Fisher & Sauls, P.A.
Firm/Company

100 Second Avenue South, Suite 701
Address

St. Petersburg, FL 33701
City, State and Zip Code

DanJBarton@mc.com
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Robert Kapusta, Jr. at (727) 822-2033
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$105.00 Filing Fees
(\$35 for Conversion Fee and
\$70 for Florida Profit Articles
of Incorporation)
- \$113.75 Filing Fees
and Certificate of
Status
- \$113.75 Filing
Fees and Certified
Copy
- \$122.50 Filing Fees,
Certified Copy and
Certificate of Status

Mailing Address:
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Street Address:
New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

ARTICLES OF CONVERSION
For
FLORIDA LIMITED LIABILITY COMPANY
Into
FLORIDA PROFIT CORPORATION

The Articles of Conversion and attached Articles of Incorporation are submitted to convert the following Florida limited liability company into a Florida Profit Corporation in accordance with ss. 605.1045, 607.11933 & 607.0202, Florida Statutes.

1. The name of the Converting Entity immediately prior to the filing of the Articles of Conversion is:

SD FRANCHISE LLC

2. The Converting Entity is a limited liability company first organized, formed or incorporated under the law of Florida on March 11, 2014, under document number L14000041279.

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

SD FRANCHISE INC.


4. The plan of conversion was approved by the converting Florida limited liability company in accordance with Chapter 605, Florida Statutes.

5. This conversion is effective as of date of filing of these Articles of Conversion.

6. The Converting Entity has agreed to pay any member having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, Florida Statutes.

Signed this 6 day of June, 2020.

Required Signature on behalf of Converting Florida limited liability company:

By:  (SEAL)
Print Name: Dan J. Barton
Title: Manager

ARTICLES OF INCORPORATION

OF

SD FRANCHISE INC.

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is SD FRANCHISE INC., and its principal office or mailing address is 2820 Scherer Drive North, Suite 210, St. Petersburg, FL 33716.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$0.01 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 7884 Elmstone Circle, Orlando, FL 32822, and the name of the initial registered agent is Dalemarie Card.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have two (2) directors. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses) of the initial directors of this Corporation are:

NAMES

ADDRESSES

Dalemarie Card
Dan J. Barton

7884 Elmstone Circle, Orlando, FL 32822
2820 Scherer Drive North, Suite 210, St. Petersburg, FL 33716

Prepared by:

Robert Kapusta, Jr.

FBN: 441538

Fisher & Sauls, P.A.

100 Second Avenue South, Suite 701

St. Petersburg, Florida 33701

(727) 822-2033

ARTICLE 7: INCORPORATOR

The name and address of the incorporator signing these Articles is:

NAME

ADDRESS

Dan J. Barton

2820 Scherer Drive North, Suite 210, St. Petersburg, FL 33716

ARTICLE 8: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


ARTICLE 9: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 10: AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this
6 day of June, 2020.



Dan J. Barton

"Incorporator"

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process

Dated this 16th day of June, 2020

REGISTERED AGENT:

DALEMARIE CARD

By Dalemarie Card (SEAL)

Print Name: Dalemarie Card

As its Secretary

**FISHER &
SAULS P.A.**
ATTORNEYS AT LAW

Established 1936

STEPHEN C. CHUMBRIS
JOHN M. HAMILTON III
TERRY L. HIRSCH
ROBERT KAPUSTA, JR.
BRUCE MARGER*
THOMAS H. McLAIN, JR.
C. HUNTER RAWLS
ERICA K. SMITH
KENNETH E. THORNTON**
LAURIE W. VALENTINE

OF COUNSEL:
MARILYN M. POLSON*

*Board Certified – Wills, Trusts and Estates
**Board Certified – Real Estate

CHARLES E. FISHER (1904-1979)
BYRON T. SAULS (1904-1979)
LOUIE N. ADCOCK, JR. (1930-2017)

CITY CENTER, SUITE 701
100 SECOND AVENUE SOUTH
ST. PETERSBURG, FL 33701

PHONE (727) 822-2033
FAX (727) 822-1633

www.fishersauls.com

July 7, 2020

Florida Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: SD FRANCHISE INC.

To Whom It May Concern:

Enclosed for filing with the Secretary of State are the following original documents in connection with SD FRANCHISE INC.:

1. Cover Letter
2. Articles of Conversion of SD FRANCHISE LLC, a Florida limited liability company into SD FRANCHISE INC., a Florida corporation
3. Articles of Incorporation of SD FRANCHISE INC.


Also enclosed is our firm's check made payable to the Florida Department of State in the amount of \$105.00 representing filing fees for the Articles of Conversion and the Articles of Incorporation.

Please process the enclosed conversion documents at your earliest convenience.

If you have any questions regarding the foregoing, please do not hesitate to contact our office.

Very truly yours,

FISHER & SAULS, P. A.



Robert Kapusta, Jr.

RK/jm
Enclosures