

P210000 17193

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

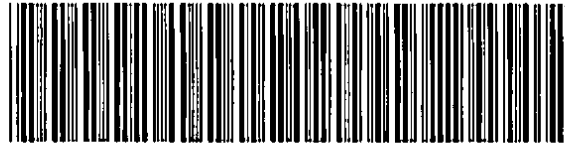
(Document Number)

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

Special Instructions to Filing Officer:

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2021 FEB 19 PM 12:50

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# CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312

850-656-4724

Date: 2/19/2021

Acc#120160000072

*W: C D W*

Name:	HOME STATE BREWING CO.
Document #:	
Order #:	13533643

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
		Number of Certs:	

Filing: <input checked="" type="checkbox"/>	Certified: <input type="checkbox"/>
	Plain: <input type="checkbox"/>
	COGS: <input checked="" type="checkbox"/>

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ 113.75

Thank you!

COVER LETTER

TO: New Filing Section  
Division of Corporations

SUBJECT: **Home State Brewing Co.**

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:

**Colin A. Vanatta**

Contact Person

**Home State Brewing Co.**

Firm/Company

**8016 Calabria Court**

Address

**Orlando, FL 32836**

City, State and Zip Code

**cav.slb.27@gmail.com**

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

For further information concerning this matter, please call:

**Alex Thurmond** at ( **404** ) **322-6718**

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$105.00 Filing Fees    ☒ \$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  
**Converting Eligible Entity**  
Into  
**Florida Profit Corporation**

The Articles of Conversion **and attached Articles of Incorporation** are submitted to convert the following **eligible business entity into a Florida Profit Corporation** in accordance with ss. 607.11933 & 607.0202, Florida Statutes.

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

Home State Brewing, LLC

Enter Name of the Converting Entity

2. The converting entity is a limited liability company

(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 Florida

(Enter state, or if a non-U.S. entity, the name of the country)

on 02/09/2019

Enter date "Converting Entity" was first organized, formed or incorporated.

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

Home State Brewing Co.

Enter Name of Florida Profit Corporation

4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.

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.)

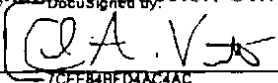
**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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Signed this 19 day of February, 2021.

**Required Signature for Florida Profit Corporation:**

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

  
 Printed Name: Colin A Vanatta Title: President

**Required Signature(s) on behalf of Converting Florida partnerships, limited partnerships, and limited liability companies:** [See below for required signature(s).]

  
 Printed Name: Colin A. Vanatta Title: Member

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.

**f Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of **ALL** General Partners.

**f Florida Limited Liability Company:**

Signature of a Member or Authorized Representative.

**If others:**

Signature of an authorized person.

**Fees:**

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

Fax Audit Number: \_\_\_\_\_

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**ARTICLES OF INCORPORATION  
OF  
HOME STATE BREWING CO.**

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes (collectively, the "FBCA"), with the intent and for the purpose of creating a corporation (this "Corporation") under the laws of the State of Florida.

**ARTICLE I  
NAME, PRINCIPAL OFFICE & MAILING ADDRESS**

The name of this Corporation shall be: Home State Brewing Co. The initial principal business office of this Corporation shall be: 8016 Calabria Court, Orlando, FL 32836. The initial mailing address of this Corporation shall be: 8016 Calabria Court, Orlando, FL 32836.

**ARTICLE II  
CORPORATE ACTIVITIES, PURPOSE & POWERS**

This Corporation may engage in any activity or business permitted under the FBCA and the laws of the State of Florida. The primary purpose for which this Corporation is formed is to engage in any activity and/or business permitted under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes. This Corporation shall have such authority and powers as may be necessary, proper, required, appropriate, incidental, advisable and/or convenient to carry out and perform its activities and business and to accomplish its purpose.

**ARTICLE III  
CAPITAL STOCK**

The capital stock authorized, the par value thereof, and the characteristics of such capital stock for this Corporation are as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE PER SHARE	CLASS OF STOCK
10,000,000	\$0.0001	Voting Common

The consideration for all of said capital stock shall be payable in cash, property (real or personal, tangible or intangible) in lieu of cash, or labor and services in lieu of cash, at a just valuation to be fixed by the board of directors of this Corporation (the "Board").

**ARTICLE IV  
PERPETUAL EXISTENCE**

This Corporation commenced its existence as a Florida limited liability company on February 9, 2019 and converted into a Florida corporation by filing those certain Articles of Conversion, dated February 19, 2021, with the Secretary of State of the state of Florida. This Corporation shall exist

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perpetually thereafter, unless sooner dissolved according to the bylaws of this Corporation and/or applicable law.

## ARTICLE V REGISTERED OFFICE & REGISTERED AGENT

The initial registered office of this Corporation shall be: 8016 Calabria Court, Orlando, FL 32836. The initial registered agent, at that address, shall be: Colin A. Vanatta.

## ARTICLE VI INCORPORATOR

The name of the incorporator of this Corporation (the "Incorporator") shall be: Colin A. Vanatta. The mailing address of the Incorporator shall be: 8016 Calabria Court, Orlando, FL 32836.

## ARTICLE VII INITIAL DIRECTORS

This Corporation shall, initially, have five (5) directors, who shall each have one (1) vote on the board other than the special directors noted below. The initial directors of this Corporation, including their respective mailing addresses, who shall hold office for the first year or until his/her successor(s) is (are) duly appointed, elected and qualified, shall be:

Director	Address	Vote(s)
Colin Andrew Vanatta ( <i>Special Director</i> )	8016 Calabria Court Orlando, FL 32836	2
Lexi Ann Schmidt ( <i>Special Director</i> )	8016 Calabria Court Orlando, FL 32836	2
Robert "AJ" Alix	483 Cameron St. SE Atlanta, GA 30312	1
Marco A. Reyna	2636 Donaldson Dr Orlando, FL 32812	1
Nicholas Charles Vanatta	17505 Deer Isle Circle Winter Garden, Florida 34787	1

## ARTICLE VIII INITIAL OFFICERS

This Corporation shall have a President, Treasurer, Chief Operating Officer, Chief Innovation Officer, and Secretary as officers of this Corporation, or any other such officers as the Board may determine from time to time.

## ARTICLE IX CONFLICTS WAIVED

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No contract, agreement, transaction or arrangement between this Corporation and any other person, and no act or decision of this Corporation, shall in any way be affected, nullified, limited or invalidated by the fact that any of the shareholders, directors or officers of this Corporation are pecuniarily or otherwise interested in, or are owners, directors or officers of, such other person. Any shareholder, director or officer individually, or any entity of which any shareholder, director or officer may be an owner, director or officer, may be a party to, or may be pecuniarily or otherwise interested in, any contract, agreement, transaction or arrangement of this Corporation.

#### **ARTICLE X LIMITED LIABILITY OF SHAREHOLDERS**

The private property of the shareholders of this Corporation shall not be subject to payment of the corporate debts, liabilities or obligations to any extent.

#### **ARTICLE XI INDEMNIFICATION; INSURANCE**

This Corporation may indemnify, defend and insure its directors and officers to the fullest extent permitted by applicable law.

#### **ARTICLE XII WAIVER OF CERTAIN STATUTORY PROVISIONS**

This Corporation expressly elects not to be governed by either Section 607.0901 or Section 607.0902 of the FBCA, as each may be amended, supplemented, restated or modified from time to time, which sections relate to affiliated transactions and control-share acquisitions.

#### **ARTICLE XIII PREEMPTIVE RIGHTS**

This Corporation expressly elects not to have preemptive rights. No shareholder of this Corporation shall be entitled to preemptive rights, and no shares of stock of any class authorized and issued by this Corporation shall be subject to any preemptive rights.

#### **ARTICLE XIV DIRECTOR & OFFICER IMMUNITY**

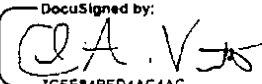
To the maximum extent permitted by the FBCA and/or other applicable law, or any subsequent provision of like tenor and import, the directors and officers of this Corporation shall not have personal liability to this Corporation or its shareholders for monetary damages for breach of fiduciary duty while serving as a director or officer of this Corporation. This provision shall limit and eliminate the liability of a director or officer of this Corporation to the maximum extent permitted, from time to time, by the FBCA or any successor law(s). Any repeal or modification of the foregoing protection (being permitted and provided by the shareholders of this Corporation) shall not adversely affect any right or protection of any director or officer of this Corporation existing at the time of such repeal or modification.

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Fax Audit Number: \_\_\_\_\_

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and outside the State of Florida, under the FBCA and the laws of the State of Florida, make, acknowledge, execute and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true and accurate, and hereunto set my hand and seal this 19 day of February 2021.

DocuSigned by:  
  
7CFE84BFD4AC4AC

\_\_\_\_\_  
Colin A. Vanatta, Incorporator

Fax Audit Number: \_\_\_\_\_

Fax Audit Number: \_\_\_\_\_

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICES OF PROCESS WITHIN THIS STATE,  
NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the FBCA and the laws of the State of Florida, the following is submitted:

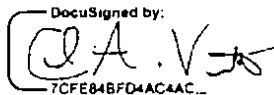
**FIRST** – That, the name of this Corporation is Home State Brewing Co.

**SECOND** – That, this Corporation desiring to organize under the FBCA and the laws of the State of Florida, has designated 8016 Calabria Court, Orlando, FL 32836 as the registered address and place of business for the service of process within the State of Florida.

**THIRD** – That, this Corporation has appointed Colin A. Vanatta as its registered agent.

Having been named the statutory agent of the above corporation at the place designated in this Certificate, I hereby accept the same and agree to act in this capacity as registered agent, and agree to comply with the provisions of the FBCA and Florida law relative to keeping the registered office open.

Dated as of this 19 day of February, 2021.

DocuSigned by:  
  
7CFE84BFD4AC4AC...

\_\_\_\_\_  
Colin A. Vanatta, Registered Agent

Fax Audit Number: \_\_\_\_\_