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SPECIA INSTRU	L CTIONS:			

## ARTICLES OF CONVERSION FOR FLORIDA PROFIT CORPORATION INTO A NON-FLORIDA BUSINESS ENTITY

These ARTICLES OF CONVERSION are submitted to convert Omnicrobe Natural Solutions. Inc., a Florida Profit Corporation, into a business entity formed under the laws of another jurisdiction in accordance with § 607.11933, Florida Statutes.

- 1. The name of the Florida Profit Corporation converting into the (converted) resulting business entity is: Omnicrobe Natural Solutions. Inc.
- 2. The name of the (converted) resulting business entity is: Omnicrobe Natural Solutions, Inc.
- 3. The (converted) resulting entity is a corporation incorporated under the laws of the State of Texas.
- 4. The above-referenced Florida Profit Corporation has converted into another business entity in compliance with Chapter 607, Florida Statutes.
- 5. The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, Florida Statutes.
- 6. The Certificate of Formation of the (converted) resulting business entity is attached hereto as Exhibit A.

Pursuant to § 607.11933(4)(b). Florida Statutes, the conversion shall be effective at the later of:

- A. The date and time provided for by the organic law of the (converted) resulting entity; or
- B. When these Articles of Conversion take effect.

Signed this 18th day of July, 2023.

Robert D. Polley

Chief Executive Officer

#### EXHIBIT A

CERTIFICATE OF FORMATION

### CERTIFICATE OF FORMATION OF OMNICROBE NATURAL SOLUTIONS, INC.

This Certificate of Formation is submitted for filing pursuant to applicable provisions of the Texas Business Organizations Code.

- 1. <u>Entity Name and Type.</u> The name of the entity is Omnicrobe Natural Solutions, Inc. (the "Corporation"). The Corporation is a for-profit corporation.
- 2. <u>Initial Mailing Address.</u> The initial mailing address of the Corporation is 2550 North FM 1229, Colorado City, Texas 79512.
- 3. <u>Initial Registered Office and Registered Agent.</u> The initial registered office of the Corporation is 1999 Bryan Street, Suite 900, Dallas Texas 75201, and the initial registered agent of the Corporation at such office is CT Corporation System.
- 4. <u>Purpose</u>. The Corporation is formed for the purpose of transacting any and all lawful business for which a for-profit corporation may be organized under the Texas Business Organizations Code.
- 5. <u>Directors.</u> The Corporation will be managed by a board of directors. The initial board of directors of the Corporation will consist of five directors. The names and addresses of the persons who will serve as directors of the Corporation until the first annual meeting of the Corporation's shareholders and until their successors are elected and qualified are as follows:

Earl O. Bradley, III	2550 North FM 1229 Colorado City, Texas 79512
Robert D. Polley	2550 North FM 1229 Colorado City, Texas 79512
Jerry Cooksey	2550 North FM 1229 Colorado City, Texas 79512
Matt Truelove	2550 North FM 1229 Colorado City, Texas 79512
Daniel J. O'Dwyer	2550 North FM 1229 Colorado City, Texas 79512

#### 6. Authorized Shares.

- (a) The total number of shares which the Corporation is authorized to issue is 550,000,000 shares, of which 500,000,000 shares are designated as common stock, no par value ("Common Stock"), and 50,000,000 shares are designated as preferred stock, par value \$0.0001 per share ("Preferred Stock").
- (b) All Shares of Common Stock shall be identical in all respects. Shares of Common Stock shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon the winding up and termination of the Corporation.
- (c) The board of directors of the Corporation may, from time to time, by resolution, establish, out of the authorized but unissued shares of Preferred Stock, one or more series of Preferred Stock, and determine the number of shares constituting each such series and specify the

designations, preferences, limitations, and relative rights, including voting rights, of each such series. All shares of any series of Preferred Stock shall be identical in all respects, and all series of Preferred Stock shall rank equally and be identical in all respects, except as otherwise provided in the resolutions providing for any series of Preferred Stock.

- 7. <u>Limited Liability of Directors</u>. No director of the Corporation shall be liable to the Corporation or its shareholders for monetary damages for an act or omission in the director's capacity as a director, except to the extent the director is found liable for (a) a breach of the director's duty of loyalty to the Corporation or its shareholders, (b) an act or omission not in good faith that constitutes a breach of duty of the director to the Corporation or an act or omission that involves intentional misconduct or a knowing violation of the law, (c) a transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's duties; or (iv) an act or omission for which the liability of a director is expressly provided by an applicable statute.
- 8. Removal of Directors. A director of the Corporation may be removed by the shareholders of the Corporation only for cause, in accordance with the bylaws of the Corporation. A director of the Corporation may be removed for cause by the vote of a majority of the members of the board of directors of the Corporation (excluding the director to be removed), in accordance with the bylaws of the Corporation.
- 9. Shareholder Action by Written Consent. Any action required or authorized by the Texas Business Organizations Code, this Certificate of Formation, or the bylaws of the Corporation to be taken at an annual or special meeting of the Corporation's shareholders may be taken without a meeting, without prior notice, and without a vote, if one or more written consents setting forth the action so taken shall be signed by the holder or holders of shares having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all shares entitled to vote on the action were present and voted.
- 10. Special Meetings of Shareholders. A special meeting of the shareholders of the Corporation may be called by, and only by, (a) the president of the Corporation, (b) the board of directors of the Corporation, or (c) the holder or holders of at least 25% of all shares of the Corporation entitled to vote at such special meeting.
- 11. <u>Conversion</u>. The Corporation is formed under a plan of conversion. The converting entity is Omnicrobe Natural Solutions, Inc., a profit corporation formed on May 7, 2021, under the laws of the State of Florida and having an address of 2550 North FM 1229, Colorado City, Texas 79512.
- 12. <u>Effective Time</u>. This Certificate of Formation shall become effective when filed by the Texas Secretary of State.

The undersigned affirms that the person herein designated as the initial registered agent of the Corporation has consented to such appointment. The undersigned also affirms that, to the best of the knowledge of the undersigned, the name provided as the name of the Corporation does not falsely imply an affiliation with a governmental entity. The undersigned executes this instrument subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute this instrument.

Date: July 18, 2023

Robert D. Polley

Organizer