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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

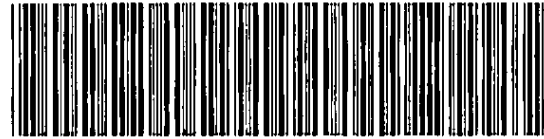
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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03/25/21--01000--007 **122.50

5/25/21

FILED
21 MAY 25 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D O'KEEFE
MAY 27 2021

W210 00040770

Withrow, McQuade & Olsen, LLP

ATTORNEYS AT LAW

404.814.0037
swithrow@wmolaw.com

April 2, 2021

VIA FEDERAL EXPRESS, MONDAY DELIVERY

New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303
Attn: Daniel L. O'Keefe, Regulatory Specialist II

Re: Articles of Conversion

Dear Mr. O'Keefe:

I am re-submitting Articles of Conversion for the following entities:

1. Bone International Holdings, Inc.
Ref. Number W21000040756
2. Avarsys, Inc.
Ref. Number W21000040762
3. XS International, Inc.
Ref. Number W210000470

I have signed each document as Incorporator and added my complete business street address.

Please process the enclosed documents and return a stamp-filed copy to me via overnight delivery in the enclosed, self-addressed Federal Express envelope. If you have any questions, please do not hesitate to contact the undersigned. Thank you for your assistance with this matter.

Sincerely,



Scott C. Withrow

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 27, 2021

SCOTT C. WITHROW, ESQ.
WITHROW, MCQUADE & OLSEN, LLP
3379 PEACHTREE ROAD, STE. 970
ATLANTA, GA 30326

SUBJECT: XS INTERNATIONAL, INC.
Ref. Number: W21000040770

We have received your document for XS INTERNATIONAL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please complete the marked sections in the Articles of Conversion. A signature is missing.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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.

DANIEL L O'KEEFE
Regulatory Specialist II

Letter Number: 921A00006437

FILED
21 MAY 25 AM 10:03
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: XS International, 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:

Scott C. Withrow, Esq.

Contact Person

Withrow, McQuade & Olsen, LLP

Firm/Company

3379 Peachtree Road, Suite 970

Address

Atlanta, GA 30326

City, State and Zip Code

swithrow@wmolaw.com

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

For further information concerning this matter, please call:

Scott C. Withrow, Esq. at (404) 814-0037

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:

XS International, Inc.

Enter Name of the Converting Entity

2. The converting entity is a profit 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 Georgia

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

on November 20, 1990

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:

XS International, Inc.

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.

FILED
21 MAY 25 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 21 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: Todd Alan Bone Title: President

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

Signature: Scott C. Withrow X

Printed Name: Scott C. Withrow X Title: Incorporator X

Address: 3379 Peachtree Road, Suite 970, Atlanta, GA 30326

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:

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

RECEIVED
TALLAHASSEE, FLORIDA

21 MAY 25 AM 10:03

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MAY 25 AM 10:03
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
FOR RESULTING FLORIDA PROFIT CORPORATION**

I.

The name of the Corporation is: **XS INTERNATIONAL, INC.**

II.

The mailing address of the principal office of the Corporation is 1182 SW Mirror Lake Cove, Port St Lucie, Florida 34986.

III.

The purpose for which the corporation is organized is any and all lawful business.

IV.

The Corporation shall have authority to issue up to 100,000 shares of stock. The stock shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution.

V.

The officers and directors of the Corporation are:

<u>Name</u>	<u>Titles</u>	<u>Address</u>
Todd Alan Bone	President and Director	1182 SW Mirror Lake Cove, Port St Lucie, Florida 34986
Douglas James Krueger	Chief Executive Officer and Director	1182 SW Mirror Lake Cove, Port St Lucie, Florida 34986

VI.

The registered office of the Corporation is at 1182 SW Mirror Lake Cove, Port St Lucie, Florida 34986. The registered agent of the Corporation at such address is Robert Bone.

VII.

The liability of a director of the Corporation to the Corporation or its shareholders for monetary

damages for any action taken, or any failure to take any action, as a director shall be limited to the fullest extent permitted under the Florida Business Corporation Act, as amended ("Act"); including, but not limited to, the provisions of Section 607.0831 of the Act, as amended.

VIII.

In discharging their duties and in determining what is believed to be in the best interests of the Corporation, the directors of the Corporation may consider all factors that such directors consider pertinent to the fullest extent permitted under the Act; including, but not limited to, the provisions of Section 607.0830 of the Act, as amended.

IX.

The Corporation shall indemnify a director made a party to a proceeding, and shall advance or reimburse expenses incurred in a proceeding, including a proceeding brought by or in the right of the Corporation, to the fullest extent permitted under the Act; including, but not limited to, the provisions of Section 607.0851 of the Act, as amended.

VIII.

All shareholders are entitled to cumulate their votes for directors. At all elections for directors each shareholder shall be entitled to as many votes as shall equal the number of his shares of stock multiplied by the number of directors to be elected, and each shareholder may cast all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

R. Bon
Required Signature/Registered Agent

February 21, 2021

FILED
2 MAY 25 AM 10:03
CLARK COUNTY, FLORIDA

FILED

21 MAY 25 AM 10:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Agent

Spencer McIntosh

May 24, 2001

Spencer McIntosh

Spott C. Witherspoon

Witherspoon, M. O'Neil & Co. LLP

2579 Peachtree Road, Suite 970

Atlanta GA 30326