

P210000 63985

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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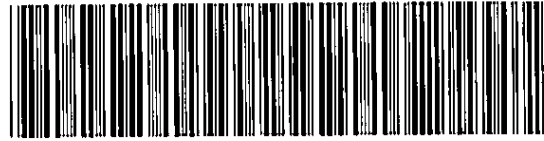
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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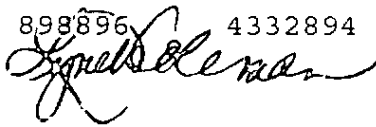
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CLERK OF COURT

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 898896 4332894
AUTHORIZATION : 
COST LIMIT : \$ 105.00

ORDER DATE : July 9, 2021
ORDER TIME : 11:13 AM
ORDER NO. : 898896-005
CUSTOMER NO: 4332894

FOREIGN FILINGS

NAME: SULLIVAN TEXTS, INC.

☒ CORPORATE/CONVERSION
☐ LIMITED PARTNERSHIP
☐ LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland -- EXT# 61592

EXAMINER: _____

**ARTICLES OF CONVERSION
FOR
"CONVERTING ELIGIBLE ENTITY"
INTO A
FLORIDA CORPORATION**

The following articles of conversion are submitted in accordance with the Florida Business Corporation Act, pursuant to Florida Statutes Sections 607.11933 and 607.0202, to convert the following "Converting Eligible Entity" into a Florida Corporation.

FIRST: The name, entity type and state of jurisdiction of the "Converting Eligible Entity" immediately prior to the filing of these Articles of Conversion is:

<u>Name</u>	<u>Entity Type</u>	<u>Jurisdiction</u>
SULLIVAN TEXTS, INC.	Corporation	Illinois

SECOND: The "Converting Eligible Entity" was first organized under the laws of Illinois on November 6, 2003.

THIRD: The name of the Florida Corporation as set forth in the attached Articles of Incorporation is:

Name
SULLIVAN TEXTS, INC.

FOURTH: The conversion shall become effective upon filing.

FIFTH: The plan of conversion has been approved in accordance with all applicable statutes.

SIXTH: The "Converted or Converting Eligible Entity" has agreed to pay any member having appraisal rights the amount to which such members are entitled under ss. 607.1302 and 607.1301-607.1340, F.S.

Signed this 6 day of July, 2021.

Authorized Representative of Corporation:

SULLIVAN TEXTS, INC.
a Florida corporation

By: Michael Sullivan
Michael Sullivan, President

**Authorized Representative of " Converting
Eligible Entity ":**

SULLIVAN TEXTS, INC.
a Illinois corporation

By: Michael Sullivan
Michael Sullivan, President

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TALLAHASSEE, FL

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**ARTICLES OF INCORPORATION
OF
SULLIVAN TEXTS, INC.**

These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida Business Corporation Act, as particularly set forth in Chapter 607 of the Florida Statutes.

**ARTICLE 1
NAME AND ADDRESS**

The name of this corporation shall be Sullivan Texts, Inc. The initial principal business address of the corporation is 13925 Old Coast Road, Unit 2103, Naples, Florida 34110.

**ARTICLE 2
DURATION**

The corporation shall commence upon the filing of these Articles and shall have perpetual existence thereafter.

**ARTICLE 3
PURPOSE**

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

**ARTICLE 4
CAPITAL STRUCTURE**

The aggregate number of shares of capital stock which this corporation shall have the authority to issue shall be one thousand (1,000) shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00).

**ARTICLE 5
INITIAL REGISTERED AGENT & OFFICE**

The name of the initial registered agent of the corporation at its initial registered office, and the street address of its initial registered office, are as follows:

NAME

ADDRESS

ARTICLE 6
DIRECTORS

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The corporation shall have two Directors initially, and the names and addresses of the initial Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Michael Sullivan	13925 Old Coast Road, Unit 2103 Naples, Florida 34110
Yolanda Sullivan	13925 Old Coast Road, Unit 2103 Naples, Florida 34110

ARTICLE 7
BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended, or repealed by the shareholders of the corporation may not be repealed, altered, amended, or readopted by the Board of Directors if the shareholders so provide.

ARTICLE 8
SHAREHOLDERS' AGREEMENT

In the event a Shareholders' Agreement exists and there are any inconsistencies in terms between these Articles of Incorporation and the Shareholders' Agreement, the terms of the Shareholders' Agreement will control.

ARTICLE 9
INCORPORATOR


The name and the address of the person signing these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Michael Sullivan	13925 Old Coast Road, Unit 2103 Naples, Florida 34110

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TALLAHASSEE, FL

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These Articles of Incorporation have been executed this 7th day of July 2021.



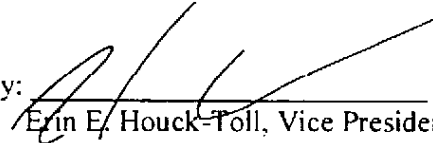
Michael Sullivan, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment, understand my duties as registered 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.

HF Registered Agents, LLC,
Registered Agent

By:



Erin E. Houck-Toll, Vice President