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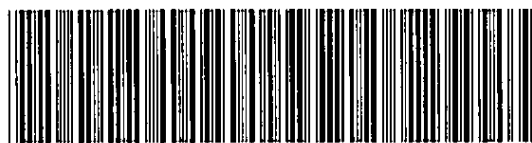
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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7/27/21
[Signature]

07/27/21 11:08:21
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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Procifer Solutions 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:

Michael S. McGovern

Contact Person

Reiter, Brunel and Dunn, PLLC

Firm/Company

6805 Capital of Texas Highway North, Suite 318

Address

Austin, Texas 78731

City, State and Zip Code

MMcGovern@outsourcgc.com

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

For further information concerning this matter, please call:

Michael S. McGovern at (512) 215-9005

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 ☐ \$113.75 Filing Fees ☐ \$122.50 Filing Fees,
and Certificate of and Certified Copy Certified Copy, and
Status 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

RECEIVED
DIVISION OF CORPORATIONS
JAN 10 2007

**ARTICLES OF CONVERSION
FOR
PROCIFER SOLUTIONS INC.**

Pursuant to Section 23B.09.010(1) of the Revised Code of Washington (the "**RCW**") and Section 607.11930(3) of the Florida Business Corporation Act, Procifer Solutions Inc., a Washington corporation (the "**Company**"), hereby adopts this Articles of Conversion (this "**Certificate**"), effective as of July 20, 2021, for the purpose of converting the Company from a Washington corporation into a Florida corporation (the "**Conversion**").

ARTICLE I

Entity Information Prior to Conversion

1. The name of the converting entity prior to the Conversion is "Procifer Solutions Inc."
2. The jurisdiction of formation of the converting entity prior to the Conversion is the State of Washington.
3. The type of the converting entity prior to the Conversion is a for-profit corporation.
4. The date of formation of the converting entity is October 12, 2016.
5. The Washington Secretary of State UBI Number for the converting entity is 604 042 294.

ARTICLE II

Entity Information After Conversion

1. The Company is converting into a for-profit corporation. The name of the converted entity after the Conversion is "Procifer Solutions Inc."
2. The converted entity will be formed under the laws of the State of Florida.
3. The converted entity consents to service of process pursuant to Section 23.95.450 of the RCW in a proceeding to enforce any obligation or the rights of dissenting shareholders of the converting entity. The street and mailing address of the converted entity's principal office that may be used for service of process under Section 23.95.45 of the RCW is 530 Amalurra Trail, Saint Johns, Florida 32259-1243.

ARTICLE III

Articles of Incorporation of the Converted Entity

The converted entity is a Florida for-profit corporation. The articles of incorporation of the converted entity are attached hereto as **Exhibit A**.

ARTICLE IV

Approval of the Conversion and Plan of Conversion

The Conversion was duly approved by the shareholders of the converting entity pursuant to Section 23B.09.030 of the RCW. The Plan of Conversion has been approved and adopted as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

ARTICLE V

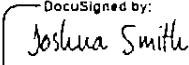
Effectiveness of Filing

This Certificate and the Conversion shall become effective upon acceptance and filing by the Florida Secretary of State.

[SIGNATURE PAGE FOLLOWS]

2021 JUN 23 11:37 AM
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IN WITNESS WHEREOF, the undersigned has caused these Articles of Conversion to be executed as of the date first written above, subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

By: 
Name: Joshua Smith
Title: President and Chief Executive Officer

11/11/2021 11:02 AM
11/11/2021 11:02 AM

EXHIBIT A

Articles of Incorporation of Converted Entity

[See attached]

DocuSign
Envelope ID: 41E3ED6F-966C-487E-89DA-0BC28874B6D9

**ARTICLES OF INCORPORATION
OF
PROCIFER SOLUTIONS INC.**

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be Procifer Solutions Inc. (the "**Corporation**").

ARTICLE II: INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is 530 Amalurra Trail, Saint Johns, Florida 32259-1243.

ARTICLE III: PURPOSE

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

ARTICLE IV: SHARES

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is 10,000,000, all of which shall be common stock with no par value.

ARTICLE V: INITIAL DIRECTORS AND OFFICERS

The initial board of directors of the Corporation shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The name and address of the individual who will serve on the initial board of directors is:

<u>Name</u>	<u>Address</u>
Joshua Smith	530 Amalurra Trail Saint Johns, Florida 32259-1243

The name and address of the individual who will serve as initial officers is:

<u>Name</u>	<u>Address</u>	<u>Offices</u>
Joshua Smith	530 Amalurra Trail Saint Johns, Florida 32259-1243	President, Chief Executive Officer, and Secretary

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 530 Amalurra Trail, Saint Johns, Florida 32259-1243. The name of the initial registered agent of the Corporation at that office is Joshua Smith.

ARTICLE VII: INCORPORATOR

The name and street address of the Corporation's incorporator is:

<u>Name</u>	<u>Address</u>
Joshua Smith	530 Amalurra Trail Saint Johns, Florida 32259-1243

ARTICLE VIII: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "**Covered Person**") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "**Proceeding**"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article VIII shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE IX: EFFECTIVE DATE AND TIME

The effective date and time of these Articles of Incorporation shall be the date and time that these Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

[SIGNATURE PAGE FOLLOWS]

2021-03-03 10:03:28
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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

DocuSigned by:
Joshua Smith
F7CAB860328C419

Required Signature/Registered Agent

July 20, 2021

Date

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.

DocuSigned by:
Joshua Smith
F7CAB860328C419

Required Signature/Incorporator

July 20, 2021

Date

FILED
JUL 20 2021
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF
DADE, FLORIDA