

P21000084908

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

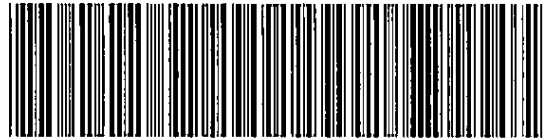
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2021 SEP 29 PM 12:56

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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

Sunshine State Corporate Compliance Company

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 09/29/2021

****WALK IN****

ENTITY NAME iApartments, Inc

DOCUMENT NUMBER _____

****PLEASE FILE THE ATTACHED AND RETURN****

XXXXX

Plain Copy

Certified Copy

Certificate of Status

****PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY****

Certified Copy of Arts & Amendments

Certificate of Good Standing

****APOSTILLE / NOTARIAL CERTIFICATION****

COUNTRY OF DESTINATION _____

NUMBER OF CERTIFICATES REQUESTED _____

TOTAL OWED ~~\$150.00~~ 105.00

ACCOUNT #: I20160000072

S R H/O

Please call Tina at the above number for any issues or concerns. Thank you so much!

**Articles of Conversion
Converting a
Florida Limited Liability Company
to a
Florida Corporation**

2021 SEP 29 PM 12:56

The Articles of Conversion and the attached Articles of Incorporation are submitted to convert the following Florida limited liability company to a Florida corporation in accordance with Sections 605.1041 - 605.1046, Florida Statutes and Sections 607.11930 - 607.11935, Florida Statutes.

1. The converting entity is a Florida limited liability company (the "LLC") and the name and the address of the LLC immediately prior to the filing of the Articles of Conversion are:

iApartments, LLC
201 E. Kennedy Boulevard
Suite 1925
Tampa, FL 33602

L19000001938

2. The converting entity is a limited liability company first organized under the laws of the State of Florida on January 3, 2019.

3. The converted entity shall be a Florida corporation (the "Corporation") and the name of the Corporation as set forth in the attached Articles of Incorporation is:

iApartments, Inc.

4. The conversion is permitted by the applicable laws governing the LLC and the conversion complies with such laws and the requirements of Sections 607.11930 - 607.11935, Florida Statutes, in effecting the conversion.

5. A Plan of Conversion was approved by the LLC in accordance with Sections 605.1041-605.1046, Florida Statutes.

6. The Articles of Incorporation of the Corporation, as the public organic record of the Corporation, is attached hereto as Exhibit A.

7. To the extent that the members of the LLC have appraisal rights, the LLC has agreed to pay such members the amounts to which such members are entitled pursuant to Sections 605.1006 and 605.1061-605.1072, Florida Statutes.

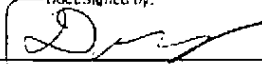
8. The manner and basis of converting the interests of the LLC into the stock of the Corporation shall be as set forth in the Plan of Conversion approved by the LLC in accordance with Sections 605.1041-605.1046, Florida Statutes.

9. The conversion will be effective on the date of filing with the Florida Department of State of the Articles of Conversion.

[signature page to follow]

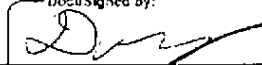
IN WITNESS WHEREOF, the undersigned have executed the Articles of Conversion for the uses and purposes therein stated on this __29th__ day of __September__, 2021.

iApartments, LLC.
a Florida limited liability company

By:  DocuSigned by:

David J. Magrissso, Manager

iApartments, Inc.,
a Florida corporation

By:  DocuSigned by:

David J. Magrissso, Incorporator

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ALLAPOSTOL
FLLA

Exhibit A

Articles of Incorporation

ARTICLES OF INCORPORATION
OF
iAPARTMENTS, INC.

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE 1

Name

The name of this corporation shall be:

iApartments, Inc.

ARTICLE 2

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

201 E. Kennedy Boulevard, Suite 1925
Tampa, FL 33602

ARTICLE 3

Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

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FLA. SEC. OF STATE
CORPORATION DIVISION

ARTICLE 4

Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 15,000,000 shares of common stock with a par value of \$.0001 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

(c) The corporation may issue fractions of a share or pay in money the fair value of fractions of a share, and may make arrangements, or provide reasonable opportunity, for any person entitled to or holding a fractional interest in a share to sell such fractional interest. The holder of a fractional share is entitled to exercise the rights of a shareholder, including the right to vote, to receive dividends, and to participate in the assets of the corporation upon liquidation. The holder of fractional share shall have all the rights provided herein for holders of full shares in the proportion that such fraction bears to a full share.

ARTICLE 5

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE 6

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 101 E. Kennedy Boulevard, Suite 2700, Florida, 33602, and the initial registered agent of this corporation at such office shall be TK Registered Agent, Inc. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE 7

Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than fifteen (15) members, the exact number of directors to be fixed from time to time by the stockholders or the bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE 8

Initial Board of Directors

The initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until his successor has been duly elected and qualified. The name and street address of the initial director is:

| <u>Name</u> | <u>Address</u> |
|--------------------|-----------------------------------------------------------|
| David J. Magrisso | 201 E. Kennedy Boulevard Suite 1925 Tampa, FL 33602 |

ARTICLE 9

Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

| <u>Name</u> | <u>Address</u> |
|--------------------|-----------------------------------------------------------|
| David J. Magrisso | 201 E. Kennedy Boulevard Suite 1925 Tampa, FL 33602 |

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WILLIAMSBURG

ARTICLE 10

Bylaws

(a) The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by the stockholders, and the stockholders may prescribe in any by-law made by them that such by-law shall not be altered, amended or repealed by the Board of Directors.

(b) The bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE 11

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

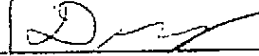
ARTICLE 12

Affiliated Transactions

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated, this __29th__ day of __September__, 2021.

DocuSigned by



David J. Magriss, Incorporator

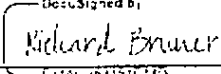
1APARTMENTS, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 29th day of September, 2021.

1K REGISTERED AGENT, INC.

By:  Richard A. Bruner, Jr.
DocuSigned By:
Richard A. Bruner, Jr.
12167453154145