

P22000006606

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

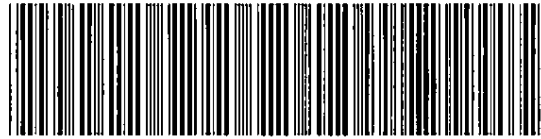
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer.


Office Use Only



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FILED
SECRETARY OF STATE
-1014104 OF CORPORATIONS
2022 JAN 31 PM 4:15
2022 JAN -4 AM 11:43

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

ACCOUNT NO. : I20000000195
REFERENCE : 360180 4371962
AUTHORIZATION : 
COST LIMIT : \$ 105.00

ORDER DATE : January 4, 2022
ORDER TIME : 10:23 AM
ORDER NO. : 360180-010
CUSTOMER NO: 4371962

FOREIGN FILINGS

NAME: M. SALMON & ASSOCIATES, INC.

XX CORPORATE
 LIMITED PARTNERSHIP
 LIMITED LIABILITY COMPANY

XXXX CONVERSION AND INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland -- EXT#

EXAMINER: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 1, 2022

CSC

SUBJECT: M. SALMON & ASSOCIATES, INC.
Ref. Number: W22000005902

RESUBMIT
Please give original
submission date as file date.
1/31/21

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

The document was received on January 4th. the Voluntary Dissolution was filed on January 14th cannot honor the original file date.

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.

Neysa Culligan
Regulatory Specialist III

Letter Number: 122A00001411

2022 FEB -1 PM 3:46
FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: M. SALMON & ASSOCIATES, 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:

JANE T. ENGLAND

Contact Person

PRINCE LOBEL TYE LLP

Firm/Company

ONE INTERNATIONAL PLACE, SUITE 3700

Address

BOSTON, MA 02110

City, State and Zip Code

jengland@princelobel.com

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

For further information concerning this matter, please call:

JANE ENGLAND

Name of Contact Person

at (617) 456-8000

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|--|
| <input type="checkbox"/> \$105.00 Filing Fees | <input type="checkbox"/> \$113.75 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$113.75 Filing Fees
and Certified Copy | <input type="checkbox"/> \$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

M. SALMON & ASSOCIATES, INC.
C/O LOUIS LANZILLO, REGENCY TOWER
3850 GALT OCEAN DRIVE, UNIT 207
FORT LAUDERDALE, FL 33308

December 15, 2021

Florida Secretary of State
R.A. Gray Building
500 South Bronough Street
Tallahassee, Florida 32399

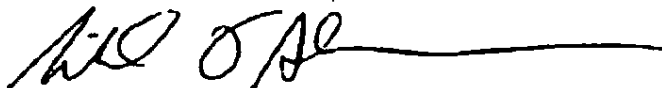
Re: M. Salmon & Associates, Inc.

To Whom It May Concern:

I, Michael F. Salmon, the President of M. SALMON & ASSOCIATES, INC. a Florida corporation (the "Corporation"), hereby authorize the following on behalf of the Corporation: (i) the filing of Articles of Dissolution in order for M. SALMON & ASSOCIATES, INC., a Massachusetts corporation (the "MA Corporation") to convert into a Florida corporation and (ii) the immediate use of the name "M. SALMON & ASSOCIATES, INC." by the FL Corporation. M. SALMON & ASSOCIATES, INC.

Thank you for your timely attention to this matter.

M. SALMON & ASSOCIATES, INC.

A handwritten signature in black ink, appearing to read "Michael F. Salmon", followed by a long horizontal line extending to the right.

Michael F. Salmon, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2022 JAN 31 PM 4:15

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:

M. SALMON & ASSOCIATES, INC.

Enter Name of the Converting Entity

2. The converting entity is a 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 MASSACHUSETTS
(Enter state, or if a non-U.S. entity, the name of the country)

on MAY 6, 2002
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:

M. SALMON & ASSOCIATES, 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: _____

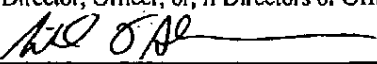
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

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.

Signed this 31st day of AUGUST, 20 21.

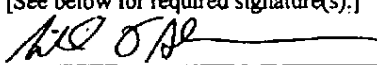
Required Signature for Florida Profit Corporation:

Signature of Director, Officer, or, if Directors or Officers have not been selected, an Incorporator:



Printed Name: MICHAEL F. SALMON Title: PRESIDENT

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

Signature: 

Printed Name: MICHAEL F. SALMON Title: PRESIDENT

Signature: _____

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)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2022 JAN 31 PM 4:15

**ARTICLES OF INCORPORATION
FOR RESULTING FLORIDA PROFIT CORPORATION**
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be: M. SALMON & ASSOCIATES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

Principal street address

Mailing address, if different is:

C/O LOUIS LANZILLO REGENCY TOWER
3850 GALT OCEAN DRIVE, UNIT 207
FORT LAUDERDALE, FL 33308

C/O LOUIS LANZILLO REGENCY TOWER
3850 GALT OCEAN DRIVE, UNIT 207
FORT LAUDERDALE, FL 33308

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

PROVIDE CONSULTING AND EDUCATIONAL COURSE IN THE AREA OF NETWORKING, PROFESSIONAL AND
CAREER DEVELOPMENT, AND FOR ANY OTHER PURPOSE ALLOWED A CORPORATION UNDER FLORIDA LAW.

ARTICLE IV SHARES

The number of shares of stock is: 1,000

ARTICLE V OFFICERS AND/OR DIRECTORS

Name and Title: MICHAEL F. SALMON, PRESIDENT
TREASURER, SECRETARY & DIRECTOR

Address: 22 LATISQUAMA ROAD
SOUTHBOROUGH, MA 01772

Name and Title: LOUIS J. LANZILLO, JR., CFO & DIRECTOR

Address: 22 LATISQUAMA ROAD
SOUTHBOROUGH, MA 01772

Name and Title: _____

Name and Title: _____

Address: _____

Address: _____

Name and Title: _____

Name and Title: _____

Address: _____

Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: MICHAEL F. SALMON
Address: C/O LOUIS LANZILLO, REGENCY TOWER
3850 GALT OCEAN DRIVE, UNIT 207
FOR LAUDERDALE, FL 33308

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



Required Signature/Registered Agent

8/31/2021

Date

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2022 JAN 31 PM 4:15

M. SALMON & ASSOCIATES, INC.

ARTICLES OF ORGANIZATION

CONTINUATION SHEETS

The restrictions imposed by the articles of organization upon the transfer of shares of any class or series of stock and the actions of the Company and Directors are:

Provisions as to Intercompany Dealings

The corporation may enter into contracts or transact business with one or more of its directors, officers or stockholders or with any corporation, organization or other concern in which any one or more of its directors, officers or stockholders are directors, officers, stockholders or are otherwise interested and may enter into other contracts or transactions in which any one or more of its directors, officers or stockholders is in any way interested; and, in the absence of fraud, no such contract or transaction shall be invalidated or in any way affected by the fact that such directors, officers or stockholders of the corporation have or may have interests which are or might be adverse to the interest of the corporation even though the vote or action of directors, officers or stockholders having such adverse interest may have been necessary to obligate the corporation upon such contract or transaction. At any meeting of the Board of Directors of the corporation (or of any duly authorized committee thereof) at which any such contract or transaction shall be authorized or ratified, any such director or directors may vote or act there with like force and effect as if he had no such interest, provided in such case the nature of such interest shall be disclosed or shall have been known to the directors or a majority thereof. A general notice that a director or officer is interested in any corporation or other concern of any kind above referred to shall be a sufficient disclosure as to the nature of such interest of such director or officer with respect to all contracts and transactions with such corporation or other concern. No director shall be disqualified from holding office as director or officer of the corporation by reason of any such adverse interests, unless the Board of Directors shall determine that such adverse interest is detrimental to the interests of the corporation.

Provision Relative to the Place of Meetings of Stockholders

Meetings of stockholders of the corporation may be held anywhere in the United States.

Provisions Relative to Making, Amending and Repealing By-Laws

The By-laws of the corporation may provide that the directors (as well as the stockholders) may make, amend, or repeal the By-laws in whole or in part, to the extent permitted by law, subject to the limitations contained in such By-laws.

Provisions Relative to Becoming a Partner

The corporation may be a partner in any business enterprise that the corporation would have the power to conduct by itself.

Provisions Relative to Limitations of Directors' Liability

A director of the corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of his or her fiduciary duty as a director except to the extent exemption from liability is not permitted under the Florida Business Corporation Law as the same now exists or may hereafter be amended. No amendment or repeal of this provision shall have any effect on the liability of any director with respect to any acts or omissions of such director occurring prior to such amendment or repeal.