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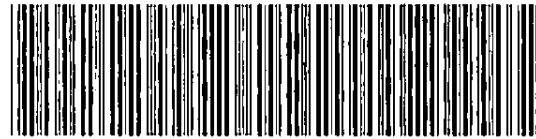
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- xx** **FILING** **CONVERSION** _____

1. **WILSON & GIRGENTI, LLC**
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
4. _____
(CORPORATE NAME AND DOCUMENT #)
5. _____
(CORPORATE NAME AND DOCUMENT #)
6. _____
(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

**ARTICLES OF CONVERSION
FOR
WILSON & GIRGENTI, LLC
INTO
WILSON & GIRGENTI, P.A.**

The Articles of Conversion and attached Articles of Incorporation are submitted to convert the following Florida limited liability company into a Florida Profit Corporation in accordance with Sections 607.11933 and 607.0202, Florida Statutes.

1. The name of the converting entity immediately prior to filing the Articles of Conversion is:
WILSON & GIRGENTI, LLC.
2. The converting entity is a limited liability company first organized, formed, or incorporated under the laws of Florida on 09/12/2005 and assigned document number L05000089621.
3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:
WILSON & GIRGENTI, P.A.
4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.
5. This conversion shall be effective in Florida on the date of filing.

Signed this 3 day of May, 2022.

WILSON & GIRGENTI, LLC

By: 

JOSEPH A. GIRGENTI, Authorized Member

WILSON & GIRGENTI, P.A.

By: 

JOSEPH A. GIRGENTI, Chairman, President,
and CEO

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ARTICLES OF INCORPORATION
OF
WILSON & GIRGENTI, P.A.

The undersigned, being of legal age and a duly licensed attorney under the laws of the State of Florida, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of incorporating a professional corporation under the laws of the State of Florida.

ARTICLE I
NAME AND ADDRESS

The name of this professional corporation shall be WILSON & GIRGENTI, P.A. The principal place of business and the mailing address of the Corporation is 504 E TYLER STREET, TAMPA, FLORIDA 33602.

ARTICLE II
PURPOSE

This corporation is organized for the following purposes:

- a. To engage in the practice of professional engineering.
- b. To plan design, investigate, consult in, evaluate, or supervise the construction or operation of buildings, structures, machines, equipment, works, or projects.

ARTICLE III
CAPITAL STOCK AND PREEMPTIVE RIGHTS

The total number of shares of all classes of capital stock which the Corporation shall have authority to issue is 25,000 shares of common stock (the "Common Stock"). The Common Stock shall consist of 2,500 shares of Class A Voting Common Stock, par value \$0.01 per share ("Class A" or "Class A Common Stock"), and 22,500 shares of Class B Common Stock, par value \$0.01 per share ("Class B" or "Class B Common Stock").

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation. The payment thereof does not have to be at the time of issuance, provided that such shares are subject to calls thereon until the whole consideration thereof shall have been paid. No shareholder shall have preemptive rights, unless the stockholders otherwise agree.

ARTICLE IV
BY-LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the shareholders may provide in any bylaws made by them that such bylaws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE V
DURATION

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI
REGISTERED OFFICE AND AGENT

The address of the initial registered office of this Corporation shall be at 5237 SUMMERLIN COMMONS BLVD, SUITE 400, FORT MYERS, FL 33907, and the name of its initial registered agent at such address is LEGALINC CORPORATE SERVICES INC.

ARTICLE VII
APPLICABLE LAWS

The Corporation shall operate as a professional corporation under Chapter 607 of the Florida Statutes except where the provisions of Chapter 621 of the Florida Statutes shall control.

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator are as follows:

Name

Address

JOSEPH A. GIRGENTI

504 E Tyler Street
Tampa, FL 33602

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ARTICLE IX
INITIAL DIRECTOR

The number of Directors constituting the initial Board of Directors of the Corporation shall be one (1), and the name and address of the person sworn to serve as the initial Director until the first meeting of shareholders or until their successor is elected and qualified is:

JOSEPH A. GIRGENTI

504 E Tyler Street
Tampa, FL 33602

ARTICLE X
CORPORATE AND STOCKHOLDER DEBT

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent whatever. The Corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the Corporation.

ARTICLE XI
INDEMNIFICATION

This Corporation shall indemnify and insure its officers and Directors, and any former officers and directors, to the fullest extent permitted by law, either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the original incorporator, has executed these Articles of Incorporation this 3 day of May, 2022.



JOSEPH A. GIRGENTI

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, WILSON & GIRGENTI, P.A., desiring to organize under the laws of the State of Florida hereby designates LEGALINC CORPORATE SERVICES INC., located at 5237 SUMMERLIN COMMONS BLVD, SUITE 400, FORT MYERS, FL 33907, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.

LEGALINC CORPORATE SERVICES
INC., a Florida corporation

By: 