

P22000049485

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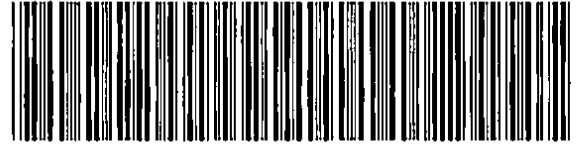
(Business Entity Name)

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CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312
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Date: 06/16/2022

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en: L JH

Name:	FTC Global Capital, Inc.
Document #:	
Order #:	14389322

Certified Copy of Arts & Amend:	<input type="checkbox"/>			
Plain Copy:	<input type="checkbox"/>			
Certificate of Good Standing:	<input type="checkbox"/>			
Certified Copy of	<input type="checkbox"/>			
Apostille/Notarial Certification:	<input type="checkbox"/>		Country of Destination:	
			Number of Certs:	

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Amount: \$ 105.00

Thank you!

Articles of Conversion
For
Converting Eligible Entity
Into
Florida Profit Corporation

FILED
2022 JUN 16 PM 3: 23
SECRETARY OF STATE
TALLAHASSEE, FL

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:

FT Global Capital, 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 Georgia

(Enter state, or if a non-U.S. entity, the name of the country)

on May 24, 2006

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:

FT Global Capital, 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: _____.

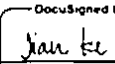
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

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 16th day of June, 2022.

Required Signature for Florida Profit Corporation:

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

DocuSigned by:

 1467A4851:1D46C
 Printed Name: Jian Ke Title: President and Chief Financial Officer

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

Signature: _____

Printed Name: _____ Title: _____

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)

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 SEVENTH JUDICIAL CIRCUIT
 TALLAHASSEE, FL

Signed this 16 day of June, 2022.

Required Signature for Florida Profit Corporation:

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

Printed Name: _____ Title: _____

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

Signature: Jian Ke

Printed Name: Jian Ke Title: President and CFO of FT Global Capital, Inc.,
a Georgia corporation

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)

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SECSTATE, FL
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION
OF
FT GLOBAL CAPITAL, INC.**

**ARTICLE I
NAME**

The name of the corporation is FT Global Capital, Inc. (the "Corporation").

**ARTICLE II
REGISTERED OFFICE**

The address of the registered office of the Corporation in the State of Florida is 1200 South Pine Island Road, Plantation, Florida 33324. The name of its registered agent at such address is CT Corporation System.

**ARTICLE III
PURPOSE**

The purpose of the corporation is engage in any lawful act or activity for which corporations may now or hereafter be organized under the Florida Business Corporation Act.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares of stock which the Corporation shall have authority to issue is One Thousand (1,000) shares of \$0.01 par value common stock.

**ARTICLE V
BYLAWS**

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to adopt, repeal, rescind, alter or amend in any respect the Bylaws of the Corporation.

**ARTICLE VI
NO PREEMPTIVE RIGHTS**

No shareholders shall have any preemptive rights to acquire unissued shares of the Corporation.

**ARTICLE VII
INITIAL PRINCIPAL OFFICE**

The address of the initial principal office of the Corporation is 1688 Meridian Avenue, Suite 700, Miami Beach, FL 33139.

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TALLAHASSEE, FL

**ARTICLE VIII
SHAREHOLDER ACTION BY WRITTEN CONSENT**

To the extent allowed by law, any action that is required to be or may be taken at a meeting of the shareholders of the Corporation may be taken without a meeting if written consent, setting forth the action, shall be signed by persons who would be entitled to vote at a meeting those shares having voting power to cast not less than the minimum number (or numbers, in the case of voting by classes) of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote were present and voted. Notice shall be given within ten (10) days of the taking of corporate action without a meeting by less than unanimous written consent to those shareholders on the record date whose shares were not represented on the written consent.

**ARTICLE IX
PLACE OF MEETINGS AND RECORDS**

Meetings of shareholders of the Corporation may be held within or without the State of Florida, as the Bylaws may provide. Shareholders of any voting group, other persons entitled to vote on behalf of shareholders, attorneys in fact for shareholders, and holders of proxies may participate in any annual or special meeting of shareholders by means of remote communication to the extent the Board of Directors authorizes such participation for such voting group.

The Board of Directors may permit any or all directors to participate in a regular or special meeting of the Board of Directors by, or conduct the meeting through the use of, any means of communication by which all directors participating may simultaneously hear each other during the meeting.

The books of the Corporation may be kept (subject to any provision of applicable law) within or without the State of Florida at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws.

**ARTICLE X
LIMITATION OF DIRECTORS' LIABILITY**

A Director of this corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a Director, except for liability (i) for any appropriation, in violation of his duties, of any business opportunity of the corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for the type of liability set forth under Section 607.0834 of the Florida Business Corporation Act, or (iv) for any transaction from which the Director received an improper personal benefit.

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the Florida Business Corporation Act 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 they, or a person for whom they are 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 repeal or modification of the foregoing provisions of this Article X by the shareholders of the Corporation shall not adversely affect any right or protection of a Director of the Corporation existing at the time of such repeal or modification.

The provisions of this Article X shall not be deemed to limit or preclude indemnification of a Director by the Corporation for any liability of a Director which has not been eliminated by the provisions of this Article X.

ARTICLE XI INCORPORATOR AND DIRECTORS

The name and address of the incorporator and initial director is as follows:

Jian Ke
1688 Meridian Avenue, Suite 700
Miami Beach, FL 33139

I, the undersigned, 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:

Jian Ke

Jian Ke, incorporator

June 16, 2022

Date

Registered Agent Acceptance for FT Global Capital, Inc.

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.

C T Corporation System



Theresa Buck, Assistant Secretary

6.16.22

Required Signature/Registered Agent

Date

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TALLAHASSEE, FL