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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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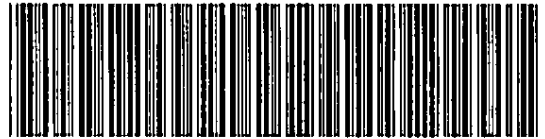
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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SECRETARY OF STATE
TALLAHASSEE, FL 32399

D. O'KEEFE

AUG 15 2022

W22-88444



FLORIDA DEPARTMENT OF STATE
Division of Corporations

2022 JUL 19 PM 2:23

CORPORATIONS
COMMERCIAL
SERVICES

July 1, 2022

CHRISTOPHER LARGE
ALCHEMY CONTROLS
177 E MAGNOLIA ST
OVIEDO, FL 32765

SUBJECT: ALCHEMY CONTROLS
Ref. Number: W22000088444

We have received your document for ALCHEMY CONTROLS and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name must contain a word that will clearly indicate that it is a corporation. Such words include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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.

DANIEL L O'KEEFE
Regulatory Specialist II

Letter Number: 222A00014971

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Alchemy Controls, 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:

Christopher Large

Contact Person

Alchemy Controls, INC

Firm/Company

177 E Magnolia St

Address

Oviedo, FL 32765

City, State and Zip Code

chris@alchemycontrols.com

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

For further information concerning this matter, please call:

Chris Large at (503) 999-9334

Name of Contact Person

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 checked="" 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

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:

Alchemy Controls, LLC

Enter Name of the Converting Entity

2. The converting entity is a Limited Liability Company

(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 Florida

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

on 12/05/2020

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:**

Alchemy Controls, 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: 7/1/2022

(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.**)

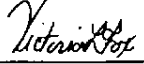
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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TALLAHASSEE, FLORIDA

Signed this 26th day of April, 2022.

Required Signature for Florida Profit Corporation:

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



Printed Name: Victoria Fox 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: Victoria Fox Title: President

Signature: 

Printed Name: Christopher Large Title: Vice President

Signature: 

Printed Name: Erica McCay Title: Creative Officer

Signature: 

Printed Name: Joseph Fox Title: Technical Officer

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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HALL AND ASSOCIATES, P.A.
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
Alchemy Controls, INC

Formation

1. In compliance with the requirements of Chapter 607 F.S. and for the purposes of forming a for-profit business corporation in Florida, the undersigned desire to form a corporation according to the following Articles of Incorporation.

Name

2. The name of the Company will be Alchemy Controls, INC (the "Corporation").

Purpose

3. The Corporation is formed for the purpose of any and all lawful business purposes for which corporations may be formed.

Duration

4. The Corporation will continue in perpetual.

Registered Office and Registered Agent

5. The street address of the initial registered office is 177 East Magnolia Street, Oviedo, Florida 32765. The name of the initial Registered Agent at this Registered Office is Christopher Large.

Street Address of the Principal Office

6. The Principal Office of the Corporation will be located at 177 East Magnolia, Oviedo, Florida 32765. The mailing address of the principal office is the same as the street address.

Initial Director

7. The initial board of directors who will serve as the Board of Directors until the first annual meeting of shareholders or until successors are elected and qualifies is set out below:
Christopher Large of 177 East Magnolia St, Oviedo, FL 32765,
Victoria Fox of 2901 Elbert Way, Kissimmee 34758,
Erica McCay of 177 East Magnolia St, Oviedo, FL 32765, and
Joseph Fox of 2901 Elbert Way, Kissimmee 34758

Class A Shares

8. The Corporation is authorized to issue a single class of shares. The total number of shares authorized is 50,000 Class A shares and those shares will have no par value.
9. The Class A voting, non-cumulative shares will have the following rights and privileges attached to them and be subject to the following conditions and limitations:
 - a. The holders of Class A shares will be entitled to receive, as and when declared

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TALLAHASSEE, FLORIDA

by the Board of Directors out of the monies of the Corporation properly applicable to the payment of dividends, non-cumulative, cash dividends, at the rate to be set by the Board of Directors.

- b. The Class A shares may from time to time be issued as a class without series or, may from time to time be issued in one or more series. If the Class A shares are issued in one or more series the Board of Directors may from time to time, by resolution before issuance, fix the number of shares in each series, determine the designation, and fix the rights, privileges, restrictions, limitations, and conditions attaching to the shares of each series but always subject to the limitations set out in the Articles of Incorporation.
- c. The holders of Class A shares will be entitled to one vote for each Class A share held and will be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation.
- d. In the event of liquidation, dissolution, or winding up of the Corporation, the Class A shareholders will be entitled to share equally, share for share, in the distribution of assets of the Corporation.

Restrictions on Transfer and Other Rules

- 10. No shares of stock in the Corporation will be transferred without the approval of the Board of Directors of the Corporation either by resolution of the Board of Directors passed at a Board of Directors meeting or by an instrument or instruments in writing signed by all of the Board of Directors.

Preemptive Rights

- 11. The shareholders of the Corporation have the preemptive right to purchase any new issue of stock in proportion to their current equity percentage. A shareholder may waive any preemptive right.

Amend or Repeal Bylaws

- 12. Bylaws may be adopted, amended, or released only with the approval of the outstanding shares.

Cumulative voting

- 13. In an election of Directors, each shareholder's number of votes will be calculated by multiplying the number of voting shares they are entitled to cast by the number of Directors being elected. The shareholder may cast their total votes for a single director or may distribute them among two or more Directors, as the shareholder sees fit.

Fiscal Year-End

- 14. The fiscal year-end of the Corporation is December 31st.

Indemnification of Officers, Directors, Employees, and Agents

- 15. The Board of Directors, officers, employees, and agents of the Corporation will be indemnified and held harmless by the Corporation and its shareholders from and against

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IN ALACHUA COUNTY, FLORIDA

any and all claims of any nature, whatsoever, arising out of the individual's participation in the affairs of the Corporation. The Board of Directors, officers, employees, and agents of the Corporation will not be entitled to indemnification under this section for liability arising out of gross negligence or willful misconduct of the individual or breach of the individual of any provisions of this Agreement.

Limitation of Liability

16. The Board of Directors and officers of the Corporation will not be personally liable to the Corporation or its shareholders for any mistake or error in judgment or for any act or omission believed in good faith to be within the scope of authority conferred or implied by the Articles of Incorporation or by the Corporation. The Board of Directors and officers will be liable for any expenses or damages incurred by the Corporation or its shareholders resulting from any and all acts or omissions involving fraud or intentional wrongdoing.

Effective Date of Filing

17. This document will become effective on the date of filing.

Consent of Appointment by Registered Agent

18. Having been named as Registered Agent to accept service of process for the above-named corporation at the place designated in this Article of Incorporation, I am familiar with and accept the obligations of the appointment as Registered Agent and agree to act in this capacity.

Registered Agent's Signature:

Agent's Name:

Date:



Christopher Large

4/26/2022

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TALLAHASSEE, FLORIDA

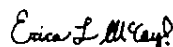
Incorporators

19. The names and addresses of the incorporators of Alchemy Controls, INC are set out below:
- a. Christopher Large, 177 East Magnolia Street Oviedo, Florida 32765
 - b. Victoria Fox, 2901 Elbert Way Kissimmee, Florida 34758
 - c. Erica McCay, 177 East Magnolia Street Oviedo, Florida 32765
 - d. Joseph Fox, 2901 Elbert Way Kissimmee, Florida 34758

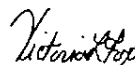
IN WITNESS WHEREOF the Incorporators have duly affixed their signatures on this 11th day of July, 2022



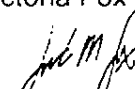
Chris Large



Erica McCay



Victoria Fox



Joseph Fox