

Pa20000094173

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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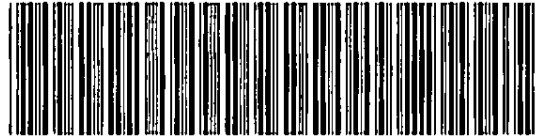
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FL

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Hekkld Florida, 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:

Sarah E. Uhrik

Contact Person

McLin Burnsed

Firm/Company

1028 Lake Sumter Landing

Address

The Villages, FL 32162

City, State and Zip Code

SarahU@mclinburnsed.com

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

For further information concerning this matter, please call:

Sarah E. Uhrik at (352) 259-5011

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees ☐ \$113.75 Filing Fees and Certificate of Status ☐ \$113.75 Filing Fees and Certified Copy ☐ \$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

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TALLAHASSEE, FL

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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:

Hekkld Florida, 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 June 6, 2022

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:

Hekkld Florida, 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.

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TALLAHASSEE, FL

Signed this 23 day of November, 2022

Required Signature for Florida Profit Corporation:

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

K. Abbott

Printed Name: Kyla L. Abbott Title: Director

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

Signature: _____

Printed Name: Kyla L. Abbott Title: Manager and MBR

Signature: _____

Printed Name: David W. Anderson Title: Manager and MBR

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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TALLAHASSEE, FL

**ARTICLES OF INCORPORATION
OF
HEKKLD FLORIDA, INC.
A FLORIDA CORPORATION**

Division of Corporations
2415 N. Monroe Street
Ste 810
Tallahassee, FL 32303

The undersigned Incorporator desires to form a corporation under the laws of the State of Florida by delivering to the Division of Corporations of the State of Florida these Articles of Incorporation, in accordance with the provisions of Chapter 607 Florida Business Corporation Act (**Act**).

**ARTICLE ONE
NAME**

The name of the Corporation is HEKKLD Florida, Inc.

**ARTICLE TWO
REGISTERED AGENT**

Section 2.01 Registered Agent and Registered Office

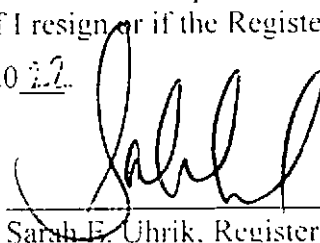
The Corporation's initial Registered Office address in the State of Florida is: 1028 Lake Sumter Landing, The Villages, FL 32162.

The name of the Corporation's initial Registered Agent at that office is Sarah E. Uhrik.

Section 2.02 Registered Agent Consent

I, Sarah E. Uhrik, a natural person and resident of Florida, accept the appointment as Registered Agent of HEKKLD Florida, Inc., a Florida Corporation. Process, notices, and demands may be served upon me at the Registered Office address stated above. I understand that as Registered Agent, my responsibilities are to receive service of process, to forward mail, and to immediately notify the Division of Corporations if I resign or if the Registered Office address changes.

Dated: November 23, 2022



Sarah E. Uhrik, Registered Agent

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CLERK OF STATE

ARTICLE THREE STOCK

The total number of shares of stock that the Corporation has authority to issue will be 1000 shares of Common Stock of the par value of \$1 per share, all of ~~one~~ class.

The Board of Directors, acting without the Shareholders, may:

reclassify any unissued shares of any authorized class or series into one or more existing or new classes or series; and

create one or more new classes or series of shares, specifying the number of shares to be included in each class, the distinguishing designation of each class, and the preferences, limitations, and relative rights applicable to each class.

But the Board of Directors may not approve an aggregate number of authorized shares of all classes and series that exceeds the total number of authorized shares specified in the Articles of Incorporation or approved by the Shareholders.

ARTICLE FOUR STOCK TRANSFER RESTRICTIONS

Except as otherwise provided in the Bylaws or in a separate agreement among the Shareholders, no Shareholder may sell, assign, pledge, or otherwise transfer any of the Corporation's shares of stock or any right or interest in them, whether voluntarily, by operation of law, by gift, or otherwise.

ARTICLE FIVE PREEMPTIVE SHAREHOLDER RIGHTS

The preemptive right of a Shareholder to acquire additional shares is affirmed.

ARTICLE SIX INCORPORATOR

The name and residence of the Incorporator is as follows.

Name:

Kyla L. Abbott

Address:

531 Gilson Loop
The Villages, Florida 32163

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TALLAHASSEE, FL

**ARTICLE SEVEN
PRINCIPAL OFFICE ADDRESS**

The place in this state where the principal office of the nonprofit corporation is to be located is:
531 Gilson Loop
The Villages, Florida 32163

**ARTICLE EIGHT
BOARD OF DIRECTORS**

The Board of Directors will have two Directors.

The names of the Directors are:

Kyla L. Abbott and
David W. Anderson.

Newly created directorships resulting from any increase in the authorized number of Directors or any vacancies in the Board of Directors resulting from death, resignation, retirement, disqualification, removal from office, or other cause will be filled by a majority vote of the remaining Directors, though less than a quorum. These interim Directors will hold office for a term that expires at the next annual meeting of Shareholders, at which time the Shareholders will elect the successors.

Directors may not receive any stated salary for their services, but each Director will be reimbursed for all out-of-pocket expenses reasonably incurred in connection with performing the duties of a Director.

**ARTICLE NINE
DURATION**

The Corporation's duration is perpetual.

**ARTICLE TEN
PURPOSES**

The Corporation is formed to engage in any lawful business permitted under the laws of the State of Florida, and to do anything corporations are permitted to do under provisions of The Corporation is formed to engage in any lawful business permitted under the laws of the State of Florida, and to

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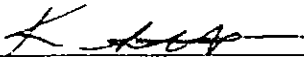
do anything corporations are permitted to do under provisions of the Act, as amended from time to time, of the Act, as amended from time to time.

ARTICLE ELEVEN INDEMNIFICATION

The Corporation must indemnify every Director or officer—and his or her heirs, executors, and administrators—against expenses actually and reasonably incurred by him or her, as well as any amount paid upon judgment, in connection with any civil or criminal action, suit, or proceeding to which he or she may be made a party by reason of having been a Director or officer of the Corporation. But this indemnification excludes any action resulting in the liability of the Corporation for:

- a financial benefit received by a Director or officer to which he or she is not entitled under Florida law;
- an intentional infliction of harm on the Corporation or the Shareholders, individually or collectively;
- any distribution for which a Director or officer votes or approves that is not lawful under Florida law; or
- an intentional violation of criminal law.

These Articles of Incorporation have been signed on November 23, 2022



Kyla L. Abbott, Incorporator

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TALLAHASSEE, FL