

P23060005902

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

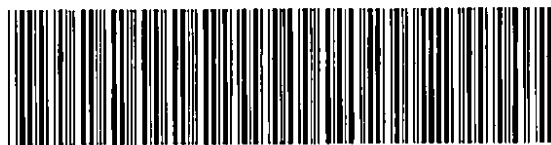
(Business Entity Name)

(Document Number)

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23 JAN 20 PM 4:05

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2023 JAN 20 AM 9:31

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 20, 2023

CT CORP

**CORRECTED**  
**Please Allow For**  
**Same File Date**

SUBJECT: THE ROOTIST INC.  
Ref. Number: W23000005903

We have received your document for THE ROOTIST INC.. However, the document has not been filed and is being returned for the following:

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), s.607.1622(9) and/or 607.1622(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

If you have any further questions concerning your document, please call (850) 245-6052.

Summer Chatham  
Regulatory Specialist II  
New Filing Section

Letter Number: 123A00001425

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2023 JAN 24 AM 9 44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312  
850-656-4724

Date: 01/20/2022

Acc#120160000072

*mic SW*

Name:	The Rootist LLC
Document #:	
Order #:	14735875 - 1

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:	

Filing: <input checked="" type="checkbox"/>	Certified: <input checked="" type="checkbox"/>
	Plain: <input type="checkbox"/>
	COGS: <input type="checkbox"/>

Email Address for Annual Report Notification

david@chung90.com

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ 113.75

Thank you!

**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:

The Rootist 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 April 23, 2021  
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**:

The Rootist 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: February 1, 2023.  
(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.

23 JAN 20 PM 4:05  
SIGNATURE  
DIVISION

Signed this 9<sup>th</sup> day of January, 2023.

**Required Signature for Florida Profit Corporation:**


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



Printed Name: David C. Chung Title: Director & CEO

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

92 Elements Holdings, LLC, Sole and Managing Member of The Rootist LLC

Signature: 

Printed Name: David C. Chung Title: CEO & Sole Member of 92 Elements Holdings, LLC

**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.

Articles of Conversion:	\$35.00 Fees for
Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

23 JAN 20 PM 4:16  
ALICE C. CHUNG  
CEO & Sole Member  
92 Elements Holdings, LLC

ARTICLES OF INCORPORATION  
OF  
THE ROOTIST INC.  
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

23 JAN 20 PM 4:16  
JAN 20 2010

**ARTICLE I NAME**

The name of the corporation shall be: The Rootist Inc.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailling address is:

Principal street address

Mailing address, if different is:

12218 Tillinghast Circle

Palm Beach Gardens, FL 33418

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

To conduct any and all lawful business.

**ARTICLE IV SHARES**

(a) The total number of shares of stock which the corporation shall have authority to issue is 100,000 of Common Stock consisting of: (i) 50,000 shares of Voting Common Stock, par value \$0.01 per share (the "Series A Common Stock"); and (ii) 50,000 shares of Non-Voting Common Stock, par value \$0.01 per share (the "Series B Common Stock" and collectively with the Series A Common Stock, the "Common Stock").

(b) **Series A Common Stock.** Except as otherwise required by law or this Articles of Incorporation, the holders of the Series A Common Stock shall possess exclusively all voting power, and each holder of the Series A Common Stock shall have one vote in respect of each share held by him or her of record on the books of the corporation for the election of directors and on all matters submitted to a vote of shareholders of the corporation.

(c) **Series B Common Stock.** Except as may be required by non-waivable provisions of the Florida Business Corporation Act, no holder of the Series B Common Stock shall be entitled to vote such stock on any matter on which the shareholder of the corporation shall be entitled to vote, and shares of the Series B Common Stock shall not be included in determining the number of shares voting or entitled to vote on any such matters.

(d) The Board of Directors of the corporation shall have the authority divide authorized but unissued shares of any class into series or create different classes and fix designations and the number of shares of such classes or series and the powers, preferences and rights, qualifications, limitations, restrictions and relative rights of the shares of such classes or series from time to time without the shareholders' approval.

(e) The number of authorized shares of Common Stock may be increased or decreased (but not below the number of shares of such class then outstanding) by the vote of a majority of the outstanding shares of stock entitled to vote thereon, and no separate class vote of the Common Stock shall be required to effect any such amendment.

**ARTICLE V OFFICERS AND/OR DIRECTORS**

Name and Title: David C. Chung, Director  
Address: 12218 Tillinghast Circle  
Palm Beach Gardens, FL 33418

Name and Title: David C. Chung, CEO  
Address: 12218 Tillinghast Circle  
Palm Beach Gardens, FL 33418


**ARTICLE VI REGISTERED AGENT**

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

Name: David C. Chung  
Address: 12218 Tillinghast Circle, Palm Beach Gardens, FL 33418

\*\*\*\*\*

*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

January 9, 2023  
Date

23 JAN 20 PM 4:16  
SOLICITORS  
OF  
FLORIDA