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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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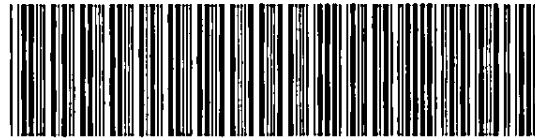
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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W23-20921



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 15, 2023

JEFFREY P. SKATES
MCLIN BURNSED
1028 LAKE SUMTER LANDING
THE VILLAGES, FL 32162

SUBJECT: TECHNOLOGICAL SOLUTIONS, INC.
Ref. Number: W23000020921

We have received your document for TECHNOLOGICAL SOLUTIONS, INC. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Is the resulting entity a profit or non-profit corporation? Article III list shares of stock as would a profit corporation. Article VII refers to the corporation as a non-profit entity. Also, please include contact information on the cover letter. These items are marked.

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: 823A00003674

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Technological Solutions, 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:

Jeffrey P. Skates

Contact Person

McLin Burnsed

Firm/Company

1028 Lake Sumter Landing

Address

The Villages, FL 32162

City, State and Zip Code

CarlieS@mclinburnsed.com

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

For further information concerning this matter, please call:

Carlie Salsbery

Name of Contact Person

at (352) 259-5043

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ \$105.00 Filing Fees ☐ \$113.75 Filing Fees ☐ \$113.75 Filing Fees ☐ \$122.50 Filing Fees,
and Certificate of and Certified Copy Certified Copy, and
Status 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:

Technological Solutions, 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 North Carolina

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

on May 6, 1997

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:

Technological Solutions, 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.

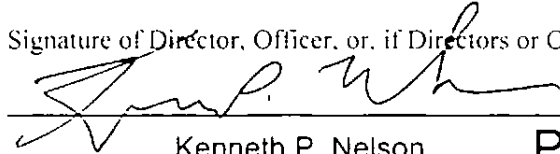
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED

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Signed this 23 day of January, 2023.

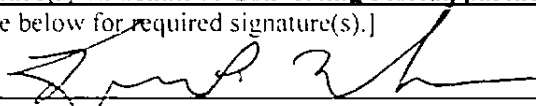
Required Signature for Florida Profit Corporation:

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



Printed Name: Kenneth P. Nelson 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: Kenneth P. Nelson Title: President

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)

FILED

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**ARTICLES OF INCORPORATION
OF
TECHNOLOGICAL SOLUTIONS, 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 Technological Solutions, Inc.

**ARTICLE TWO
REGISTERED AGENT**

Section 2.01 Registered Agent and Registered Office

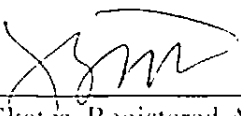
The Corporation's initial Registered Office address in the State of Florida is: 1028 Lake Sumter Landing, The Villages, FL 32162.

The name of the Corporation's initial Registered Agent at that office is Jeffrey P. Skates.

Section 2.02 Registered Agent Consent

I, Jeffrey P. Skates, a natural person and resident of Florida, accept the appointment as Registered Agent of Technological Solutions, 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: January 23, 2023.



Jeffrey P. Skates, Registered Agent

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DIVISION OF CORPORATIONS

**ARTICLE THREE
STOCK**

The total number of shares of stock that the Corporation has authority to issue will be 1500 shares of Common Stock of the par value of \$1 per share, all of one class.

**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:	Address:
Kenneth P. Nelson	3041 Monument Way The Villages, Florida 32163

**ARTICLE SEVEN
PRINCIPAL OFFICE ADDRESS**

The place in this state where the principal office of the profit corporation is to be located is:
3041 Monument Way
The Villages, Florida 32163

**ARTICLE EIGHT
BOARD OF DIRECTORS**

The Board of Directors will have one Director

The name of the Director is:

Kenneth P. Nelson.

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 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
RELEASE FROM PERSONAL LIABILITY**

A Director will not be personally liable to the Corporation or its Shareholders for monetary damages for breach of fiduciary duty as a Director, except liability for:

the amount of a financial benefit received by a Director to which he or she is not entitled under Florida law;

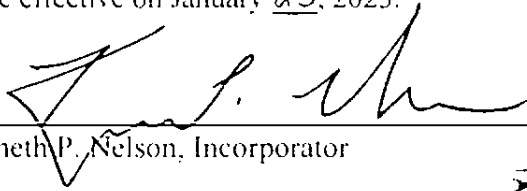
an intentional infliction of harm on the Corporation or the Shareholders, individually or collectively;
any distribution for which a Director votes or approves that is not lawful under Florida law; or
an intentional violation of criminal law.

ARTICLE TWELVE 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 will become effective on January 23, 2023.


Kenneth P. Nelson, Incorporator

FILED
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TALLAHASSEE, FL