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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

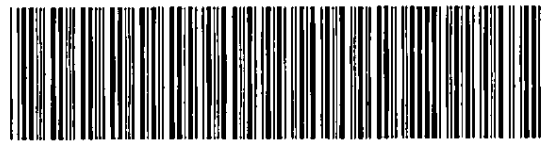
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2023 MAY 16 AM 5:02
FALL - SST - 00000

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Play-Ground Theatre Company, 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 S Haycock

Contact Person

Play-Ground Theatre Company, Inc.

Firm/Company

282 High Point Court West Apt. A

Address

Delray Beach, FL 33445

City, State and Zip Code

playgroundpower@aol.com

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

For further information concerning this matter, please call:

Mia Sole

at (303)

258-0393

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 ☐ \$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:

Play-Ground Theatre Company, 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 Colorado

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

on 07/19/2002

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**:

Play-Ground Theatre Company, 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: 04/01/2023

(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.

FILED
2023 MAY 16 AM 5:02
CLERK OF THE STATE
TALLAHASSEE, FLORIDA

Signed this 25th day of April, 2023.

Required Signature for Florida Profit Corporation:

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

Mia Sole

Printed Name: Mia Sole 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: _____ 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) |

**ARTICLES OF INCORPORATION
FOR RESULTING FLORIDA PROFIT CORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)**

ARTICLE I NAME

The name of the corporation shall be: Play-Ground Theatre Company, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

Principal street address

Mailing address, if different is:

282 High Point Court West Apt. A

Delray Beach, Florida 33445

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Touring theater performances, workshops, staff training and video production company.

Write and create books, photography, videos, on line classes, t-shirts, promotional products,
commercials, voice overs, and consulting.

ARTICLE IV SHARES

The number of shares of stock is: 100

ARTICLE V OFFICERS AND/OR DIRECTORS

Name and Title: Mia Sole - President

Address: 282 High Point Court West Apt A
Delray Beach, FL 33445

Name and Title: Jeffrey S Haycock Vice President

Address: 282 High Point Court West Apt A
Delray Beach, FL 33445

Name and Title: Jeffrey S Haycock - Treasurer

Address: 282 High Point Court West Apt A
Delray Beach, FL 33445

Name and Title: Mia Sole - Secretary

Address: 282 High Point Court West Apt A
Delray Beach, FL 33445

Name and Title: _____

Address: _____

Name and Title: _____

Address: _____

ARTICLE VI REGISTERED AGENT

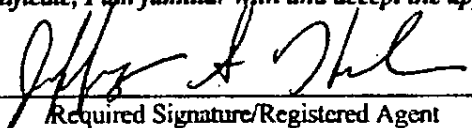
The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Jeffrey S Haycock

Address: 282 High Point Court West Apt A

Delray Beach, FL 33445

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

04/25/23
Date

FILED
2023 MAY 16 AM 5:02
TALLAHASSEE, FL ORIGIN

Resolution to Approve Conversion of Foreign Corporation to Florida Profit Corporation

This **Joint Resolution** of the Board of Directors and Shareholders of Play-Ground Theatre Company, Inc., a Colorado corporation ("corporation") to approve a Plan of Conversion is made on the date(s) set forth below.

RECITALS:

WHEREAS, the corporation was organized in the state of Colorado on July 19, 2002;

WHEREAS, the Board of Directors of the corporation are Jeff Haycock and Mia Sole (the "Board");

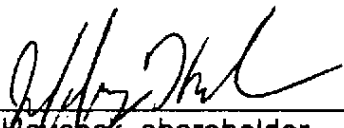
WHEREAS, the Shareholders of the corporation are Jeff Haycock and Mia Sole ("Shareholders");

WHEREAS, pursuant to applicable provisions of the Colorado corporation laws, including Title 7, Article 90, of the Colorado Statutes, and Chapter 607, Florida Statutes, the corporation hereby seeks to approve a plan of conversion of the corporation from a foreign entity into a Florida profit corporation;

NOW, THEREFORE, the Board of Directors and Shareholders approve the following action(s):

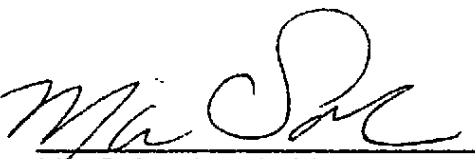
1. All of the above recitals are true and correct and incorporated herein.
2. The corporation shall be converted into a Florida corporation subject to Chapter 607, Florida Statutes, and any other applicable Florida laws.

The above action(s) are approved by the Board and Shareholders as follows:



Jeff Haycock, shareholder
and director

Dated: April 25, 2023.



Mia Sole, shareholder
and director

Dated: 4/25, 2023.

FILED
TALLAHASSEE, FLORIDA

2023 MAY 16 AM 5:02