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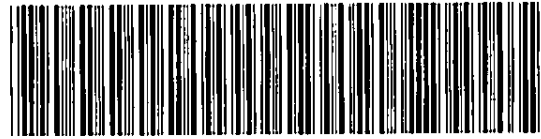
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CONVERSION

1. MARCOLIN HOLDINGS, LLC

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

**ARTICLES OF CONVERSION
FOR
MARCOLIN HOLDINGS, LLC
(Converting Eligible Entity)
INTO
MARCOLIN HOLDINGS, INC.
(a Florida Profit Corporation)**

This Articles of Conversion and attached Articles of Incorporation Organization are submitted to convert the following **eligible business entity** into a Florida Profit Corporation in accordance with Section 605.1041 & 607.1115, Florida Statutes.

1. The name of the Converting Entity immediately prior to the filing of this Articles of Conversion is MARCOLIN HOLDINGS, LLC.
2. The Converting Entity is a limited liability company first organized/formed under the laws of the State of Florida on August 1, 2008, and assigned Document Number L08000074204.,
3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation is MARCOLIN HOLDINGS, INC.
4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.
5. The effective date is the date of filing.

Signed this 7th day of June 2023.

MARCOLIN HOLDINGS, LLC, a Florida
limited liability company

By: 
Ettore Tatone, Manager

MARCOLIN HOLDINGS, INC., a Florida
corporation

By: 
Ettore Tatone, President

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TALLAHASSEE, FL

ARTICLES OF INCORPORATION
OF
MARCOLIN HOLDINGS, INC.

ARTICLE I
NAME AND ADDRESS

The name of this corporation is MARCOLIN HOLDINGS, INC. The principal office and the mailing address of the corporation is 75 Sharer Road, Unit 1, Woodbridge, Ontario L4L 8Z3 Canada.

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be \$.001.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 311 Park Place Blvd., Suite 300, Clearwater, Florida 33759, and the name of the initial registered agent of this corporation at that address is Chestnut Business Services, LLC.

ARTICLE V
INCORPORATOR

The name of the incorporator is Ettorino Tatone, whose address is 75 Sharer Road, Unit 1, Woodbridge, Ontario L4L 8Z3 Canada.

ARTICLE VI
INITIAL DIRECTORS AND OFFICERS

The number of Directors constituting the initial Board of Directors of the Corporation shall be one (1), and the name and address of the person sworn to serve as the Director until the first meeting of shareholders or until his successors are elected and qualified is:

Prepared By:
Ernest Mascara, Esquire
Johnson, Pope, Bokor,
Ruppel & Burns, LLP
490 1st Ave N., Suite 700
St. Petersburg, FL 33701
(727) 999-9900

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Ettorino Tatone

75 Sharer Road, Unit 1
Woodbridge, Ontario L4L 8Z3

The name and address of the initial officer who shall serve in the offices designated opposite his name until his successors are elected and qualified are:

Ettorino Tatone

President/Secretary/Treasurer

ARTICLE VII INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE VIII AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of June 2023.


Ettorino Tatone, Incorporator

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TALLAHASSEE, FL

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 311 Park Place Blvd., Suite 300, Clearwater, Florida 33759, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

CHESTNUT BUSINESS SERVICES, LLC,
a Florida limited liability company

By: 

Michael G. Little, Manager

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