

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Conversion of REPUBLICBRICKS, Inc. from a California to a Florida entity
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:

Blair Castellanos

Contact Person

Grant Shenon, APLC

Firm/Company

15165 Ventura Boulevard, Suite 200

Address

Sherman Oaks, CA 91403

City, State and Zip Code

bcastellanos@grantshenon.com

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

For further information concerning this matter, please call:

Blair Castellanos at (**818**) **8275168**

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

2023 JUL 25 PM 2:46
CORPORATION STATE
TALLAHASSEE

FILED

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:

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

on **June 24, 2020**
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:**

Republicbricks, 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.)

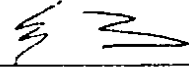
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

2023 JUL 25 PM 2:46
DEPARTMENT OF STATE
TALLAHASSEE, FL
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Signed this 6 day of July, 2023.

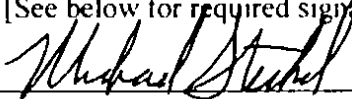
Required Signature for Florida Profit Corporation:

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



Printed Name: TIMOTHY STERKEL Title: Chief Executive Officer, Chief Financial Officer

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

Signature: 

Printed Name: Michael Sterkel Title: Secretary

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)

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 2023 JUL 25 PM 2:46
 STATE
 OF FLORIDA

**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: Republicbricks, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address is:

Principal street address

Mailing address, if different is:

1557 Park Ln. S.
Jupiter, FL 33458

1557 Park Ln. S.
Jupiter, FL 33458

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The corporate purpose is any and all lawful business.

ARTICLE IV SHARES

The number of shares of stock is: 100,000

ARTICLE V OFFICERS AND/OR DIRECTORS

Name and Title: Timothy Sterkel, CEO/CFO

Address: 25544 Longfellow Place
Stevenson Ranch, CA 91381

Name and Title: _____

Address: _____

Name and Title: _____

Address: _____

Name and Title: Michael Sterkel, Secretary

Address: 5544 Longfellow Place
Stevenson Ranch, CA 91381

Name and Title: _____

Address: _____

Name and Title: _____

Address: _____

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STATE OF FLORIDA
SECRETARY OF STATE

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ARTICLE VI REGISTERED AGENT

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

Name: Tracy Sterkel
Address: 1557 Park Ln. S.
Jupiter, FL 33458

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

07/06/2023
Date

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2023 JUL 25 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Secretary of State Certificate of Status

I, SHIRLEY N. WEBER, PH.D., California Secretary of State, hereby certify:

Entity Name: REPUBLICBRICKS,INC.
Entity No.: 4809707
Registration Date: 06/24/2020
Entity Type: Stock Corporation - CA - General
Formed In: CALIFORNIA
Status: Active

The above referenced entity is active on the Secretary of State's records and is authorized to exercise all its powers, rights and privileges in California.

This certificate relates to the status of the entity on the Secretary of State's records as of the date of this certificate and does not reflect documents that are pending review or other events that may impact status.

No information is available from this office regarding the financial condition, status of licenses, if any, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of July 05, 2023.


SHIRLEY N. WEBER, PH.D.
Secretary of State

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Certificate No.: 127027827

To verify the issuance of this Certificate, use the Certificate No. above with the Secretary of State Certification Verification Search available at bizfileOnline.sos.ca.gov.

4809707

 <p>Secretary of State Articles of Incorporation with Statement of Conversion - California Limited Liability Company to a California Stock Corporation</p>	<p>CONV LLC-GS</p>	<p>FILED <i>JAN</i> Secretary of State State of California NOV - 9 2021 <i>Sxc</i> <i>110</i> 2023 JUL 25 PM 2:45 This Space For Office Use Only</p>
	<p>IMPORTANT — Read Instructions before completing this form. Filing Fee - \$150.00</p> <p>Copy Fees - First page \$1.00; each attachment page \$0.50; Certification Fee - \$5.00</p> <p>Note: Most corporations have to pay a minimum \$800 tax to the California Franchise Tax Board each year. For more information, go to ftb.ca.gov.</p>	

1. **Name of Converted California Corporation** (Go to www.sos.ca.gov/business/be/name-reservations for general corporate name requirements and restrictions.)

The name of the **converted** California corporation is REPUBLICBRICKS, INC.

2. **Business Addresses of the Converted California Corporation** (Enter the complete business addresses.)

a. Initial Street Address of Corporation - Do not list a P.O. Box.	City (no abbreviations)	State	Zip Code
25544 Longfellow Place	Stevenson Ranch	CA	91381
b. Initial Mailing Address of Corporation, if different than Item 2a.	City (no abbreviations)	State	Zip Code

3. **Service of Process** (Must provide either Individual OR Corporation.)

INDIVIDUAL - Complete Items 3a and 3b only. Must include agent's full name and California street address.

a. California Agent's First Name (if agent is not a corporation).	Middle Name	Last Name	Suffix
Gary	L.	Barr	
b. Street Address (if agent is not a corporation) - Do not enter a P.O. Box.	City (no abbreviations)	State	Zip Code
15165 Ventura Blvd., Suite 200	Sherman Oaks	CA	91403

CORPORATION - Complete Item 3c. Only include the name of the registered agent Corporation.

c. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 3a or 3b.

4. **Shares** (Enter the number of shares the corporation is authorized to issue. Do not leave blank or enter zero (0).)

This corporation is authorized to issue only one class of shares of stock.
 The total number of shares which this corporation is authorized to issue is 100,000.

- CONTINUE ON NEXT PAGE -

Articles of Incorporation with Statement of Conversion
California Limited Liability Company to a California Stock Corporation
(Page 2 of 2)

5. Purpose Statement (Do not alter the Purpose Statement.)

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

6. Statement of Conversion for the California Limited Liability Company

6a. The name of the converting California limited liability company is REPUBLICBRICKS LLC

6b. The limited liability company's California Secretary of State Entity Number is 202017810283

6c. The principal terms of the plan of conversion were approved by a vote of the members, which equaled or exceeded the vote required under California Corporations Code section 17710.03. There is one class of members entitled to vote and the percentage vote required is a majority in interest of the members. The limited liability company is converting into a California stock corporation.

7. Read, Declare and Sign Below. Do not use computer generated signature. (See instructions for signature requirements.)

Additional article provisions set forth on attached pages, if any, are incorporated herein by reference and made part of this Form CONV LLC-GS. (All attachments should be 8 1/2 x 11, one-sided, legible and clearly marked as an attachment to this Form CONV LLC-GS.)

I declare that I am the person who signed this instrument, which is my act and deed.

TS Signature of Member or Manager Timothy Sterkel Type or Print Name Member or Manager of
REPUBLICBRICKS LLC and Incorporator.
Enter Name of converting California LLC

Signature of Member or Manager _____ Type or Print Name Member or Manager of
_____ and Incorporator.
Enter Name of converting California LLC

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2020 California Secretary of State
STATE OF CALIFORNIA



BA20221177283



STATE OF CALIFORNIA
Office of the Secretary of State
STATEMENT OF INFORMATION
CORPORATION

California Secretary of State
1500 11th Street
Sacramento, California 95814
(916) 653-3516

For Office Use Only
-FILED-
File No.: BA20221177283
Date Filed: 11/29/2022

FILED JUL 25 11 23 AM 2022

Entity Details
Corporation Name: REPUBLICBRICKS,INC.
Entity No.: 4809707
Formed In: CALIFORNIA

Street Address of Principal Office of Corporation
Principal Address: 25544 LONGFELLOW PLACE
STEVENSON RANCH, CA 91381

Mailing Address of Corporation
Mailing Address: 25544 LONGFELLOW PLACE
STEVENSON RANCH, CA 91381
Attention:

Street Address of California Office of Corporation
Street Address of California Office: 25544 LONGFELLOW PLACE
STEVENSON RANCH, CA 91381

Officers

Officer Name	Officer Address	Position(s)
TIMOTHY STERKEL	25544 LONGFELLOW PLACE STEVENSON RANCH, CA 91381	Chief Executive Officer, Chief Financial Officer
Michael Sterkel	25544 Longfellow Place Stevenson Ranch, CA 91381	Secretary

Additional Officers

Officer Name	Officer Address	Position	Stated Position
None Entered			

Directors

Director Name	Director Address
Timothy Sterkel	25544 Longfellow Place Stevenson Ranch, CA 91381
Michael Sterkel	25544 Longfellow Place Stevenson Ranch, CA 91381

The number of vacancies on Board of Directors is: 0

Agent for Service of Process
Agent Name: NATELA SHENON
Agent Address: 15165 VENTURA BOULEVARD, SUITE 200,
SHERMAN OAKS, CA 91403

Type of Business
Type of Business: SALE OF CUSTOM MODEL KITS AND MINIFIGURE

Email Notifications
Opt-in Email Notifications: No, I do NOT want to receive entity notifications via email. I prefer notifications by USPS mail.

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2022 JUL 25 11 23 AM
STATE

Labor Judgment

No Officer or Director of this Corporation has an outstanding final judgment issued by the Division of Labor Standards Enforcement or a court of law, for which no appeal therefrom is pending, for the violation of any wage order or provision of the Labor Code.

Electronic Signature

By signing, I affirm that the information herein is true and correct and that I am authorized by California law to sign.

Natela Shenon

11/29/2022

Signature

Date

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STATE OF CALIFORNIA
DEPARTMENT OF STATE