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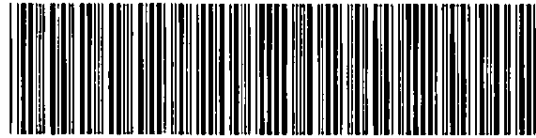
(Business Entity Name)

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Filing Cover Sheet

To: Florida Division of Corporations

From: LESLIE SELLERS C/O Capitol Services, Inc.

Date: 11/16/2023

Trans#: 1421751

Entity Name: **SWEETWATER CAPITAL, INC.**

Articles of Incorporation ()

Articles of Dissolution ()

Conversion (XXX)

Foreign Qualification ()

Limited Partnership ()

Reinstatement ()

Other ()

Amendment ()

Annual Report ()

Fictitious Name ()

Limited Liability ()

Merger ()

Withdrawal / Cancellation ()

Partnership Registration ()

STATE FEES PREPAID WITH CHECK # 3577 FOR \$113.75

PLEASE RETURN:

Certified Copy (XXX) Plain Stamped Copy ()

Good Standing () Certificate of Fact ()



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- | | |
|-------------------------------|-------------------------------|
| Articles of Incorporation () | Amendment () |
| Articles of Dissolution () | Annual Report () |
| Conversion (XXX) | Fictitious Name () |
| Foreign Qualification () | Limited Liability () |
| Limited Partnership () | Merger () |
| Reinstatement () | Withdrawal / Cancellation () |
| Other () | Partnership Registration () |

STATE FEES PREPAID WITH CHECK # 3577 FOR \$113.75

PLEASE RETURN:

- Certified Copy (XXX) Plain Stamped Copy ()**
- Good Standing () Certificate of Fact ()**

**CERTIFICATE 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 Section 607.111933 and 607.0202, Florida Statutes.

1. Name, Jurisdiction, and Type of Entity of the Converting Entity. The name of the Converting Entity immediately prior to the filing of the Articles of Conversion is SWEETWATER CAPITAL, INC., a limited liability company organized under the laws of the State of California on May 3, 2005 (the "Converting Entity").
2. Name, Jurisdiction, and Type of Entity of the Converted Entity. The name of the Florida Profit Corporation is SWEETWATER CAPITAL, INC. (the "Converted Entity"), a corporation to be formed under the laws of the State of Florida pursuant to the filing of those certain Articles of Incorporation of the Converted Entity attached hereto and submitted herewith.
3. Approval. This conversion was approved by the Converting Entity in accordance with this chapter and the laws of its current/organic jurisdiction.
4. Effective Date. This conversion shall be effective upon the registration of this Certificate of Conversion by the Florida Department of State, Division of Corporations.

[Balance of page intentionally left blank; signature blocks appear on following page.]


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[Signature Page to Articles of Conversion]

IN WITNESS WHEREOF, the undersigned, being duly authorized, have executed these Articles of Conversion on this 15 day of November 2023.

CONVERTING ENTITY:

SWEETWATER CAPITAL, INC.

By: 
Keith Lehman, Chief Executive Officer

CONVERTED ENTITY:

SWEETWATER CAPITAL, INC.

By: 
Keith Lehman, Chief Executive Officer

2023 Nov. 1, PM 3:21

**ARTICLES OF INCORPORATION
OF
SWEETWATER CAPITAL, INC.**

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be Sweetwater Capital, Inc. (the "Corporation").

ARTICLE II: INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is 4298 NW 62nd Road, Boca Raton, FL 33496.

ARTICLE III: PURPOSE

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

ARTICLE IV: SHARES

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is Ten Thousand (10,000), all of which shall be common stock with no par value.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 4298 NW 62nd Road, Boca Raton, FL 33496. The name of the initial registered agent of the Corporation at that office is Keith Lehman.

ARTICLE VI: INITIAL OFFICERS AND DIRECTOR

The name and address of the initial officers and director are:

Keith Lehman
Director, President, Secretary and Treasurer
4298 NW 62nd Road
Boca Raton, FL 33496

ARTICLE VII: INCORPORATOR

The name and street address of the Corporation's incorporator is:

Keith Lehman
4298 NW 62nd Road
Boca Raton, FL 33496

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ARTICLE VIII: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "**Covered Person**") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "**Proceeding**"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article X shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE IX: EFFECTIVE DATE AND TIME

The effective date and time of these Articles of Incorporation shall be the date and time that these Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

[Signature Page to Follow]


Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Keith Lehman

November 15, 2023
Date

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.



Keith Lehman /Incorporator

November 15, 2023
Date