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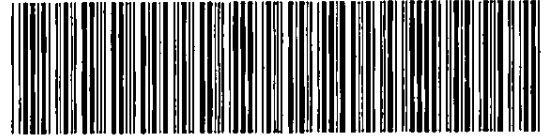
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To: Florida Division of Corporations

From: Merritt

Date: 12/28/2023

Trans#: 1431114

Entity Name:

Karma Home LLC (AR LLC) converting into Karma Home Group Inc. (FL Corp)

Articles Incorporation (✓)

Articles of Dissolution ()

Conversion (✓)

Foreign Qualification ()

Limited Partnership ()

Reinstatement ()

Other ()

Articles of Amendment ()

Annual Report ()

Fictitious Name ()

Limited Liability ()

Merger ()

Withdrawal / Cancellation ()

STATE FEES PREPAID WITH CHECK# 3672 FOR \$113.75

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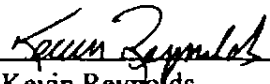
**ARTICLES OF CONVERSION
FOR
KARMA HOME LLC,
an Arkansas limited liability company,
INTO
KARMA HOME GROUP INC.,
a Florida corporation**

THE UNDERSIGNED authorized persons hereby submit these Articles of Conversion and the attached Articles of Incorporation to convert the eligible business entity named below into a Florida profit corporation in accordance with Sections 607.11933 and 607.0202 of the Florida Business Corporation Act (Chapter 607, Florida Statutes) (the “Conversion”).


1. **Converting Eligible Entity.** The name of the converting eligible entity (the “Converting Entity”) is KARMA HOME LLC. The Converting Entity is a limited liability company organized under the laws of the State of Arkansas on June 2, 2021.
2. **Converted Eligible Entity.** The name of the Florida profit corporation as the converted eligible entity (the “Converted Entity”) shall be KARMA HOME GROUP INC. The Converted Entity shall be a corporation incorporated under the laws of the State of Florida.
3. **Approval.** The Converting Entity approved the Conversion in accordance with its organic law, being the law of the State of Arkansas.
4. **Charter of Converted Entity.** Attached hereto are the Articles of Incorporation of the Converted Entity, constituting the public organic record of the Converted Entity.
5. **Charter of Converted Entity.** These Articles of Conversion shall be effective as of January 1, 2024.

IN WITNESS WHEREOF, the undersigned authorized person has duly executed these Articles of Conversion on this 27 day of December, 2023.

CONVERTING ENTITY:

By: 
Name: Kevin Reynolds
Title: Authorized Person

CONVERTED ENTITY:

By: 
Name: Kevin Reynolds
Title: Incorporator

**ARTICLES OF INCORPORATION
OF
KARMA HOME GROUP INC.**

THE UNDERSIGNED INCORPORATOR, in compliance with the requirements of the Florida Business Corporation Act (Chapter 607, Florida Statutes; the "FBCA"), hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be KARMA HOME GROUP INC. (the "**Corporation**").

ARTICLE II: INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation in the State of Florida shall be as follows:

924 Evergreen Drive
Delray Beach, FL 33483

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

4.1 Authorized Shares. The total number of shares of stock of all classes of capital stock that the Corporation is authorized to issue is 20,000.00 shares, of which: (a) 10,000.00 shall be shares of voting common stock with a par value of \$0.01 per share and shall be denominated as "Class A Voting Common Shares"; and (b) 10,000.00 shall be shares of non-voting common stock with a par value of \$0.01 per share and shall be denominated as "Class B Non-Voting Common Shares".

4.2 Common Shares.

(a) Except as otherwise required by law, only the Class A Voting Common Shares shall accord voting rights, and the holders of the Class A Voting Common Shares shall have with respect to their Class A Voting Common Shares exclusive voting power. The Class B Non-Voting Common Shares shall not accord voting rights. Each holder of the Class A Voting Common Shares shall be entitled to one vote for each share it holds.

(b) The Class A Voting Common Shares and the Class B Non-Voting Common Shares shall accord equal rights of participation in the dividends and other distributions in cash,

stock, or property of the Corporation when, as and if declared thereon from time to time out of assets or funds of the Corporation legally available therefor and shall have equal rights to receive the assets and funds of the Corporation available for distribution to shareholders in the event of any liquidation, dissolution, or winding up of the affairs of the Corporation, whether voluntary or involuntary.

ARTICLE V: DIRECTORS

Pursuant to an agreement entered in accordance with Section 607.0732 of the Florida Statutes, the holders of Class A Voting Common Shares of the Corporation may eliminate the board of directors or restrict the powers of the board of directors.

ARTICLE VI: INITIAL OFFICERS

The initial officers of the Corporation shall be as follows:

Craig McIntosh – Chief Sales Officer;

Kevin Reynolds – Chief Operating Officer;

Terri Byrd – Chief Creative Officer; and

Marlo Lorenz – Chief Creative Officer.

ARTICLE VII: INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Corporation in the State of Florida, and the street address of the initial registered office of the Corporation in the State of Florida are as follows:

Capitol Corporate Services, Inc.
515 East Park Avenue, 2nd Floor
Tallahassee, FL 32301

ARTICLE VIII: INCORPORATOR

The name and street address of the Corporation's incorporator are as follows:

Kevin Reynolds
924 Evergreen Drive
Delray Beach, FL 33483

ARTICLE IX: BYLAWS

Pursuant to Florida Statutes Section 607.0206(1), the holders of Class A Voting Common Shares of the Corporation shall have the exclusive authority to adopt the initial bylaws of the

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Corporation. Pursuant to Florida Statutes Section 607.1020(1)(a), the holders of Class A Voting Common Shares of the Corporation shall have the exclusive authority to amend, restate, or repeal the bylaws of the Corporation in whole or in part.

ARTICLE X: 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 holder of Class A Voting Common Shares of the Corporation, each director (as applicable) and officer of the Corporation, and, as may be determined by the holders of the Class A Voting Common Shares of the Corporation, any other person (each of the foregoing, 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 they, or a person for whom they are the legal representative, is or was a voting shareholder (including without limitation with respect to the Class A Voting Common Shares), director, or officer of the Corporation or, while a voting shareholder (including without limitation with respect to the Class A Voting Common Shares), director, or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, manager, 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 XI: EFFECTIVE DATE

These Articles of Incorporation shall be effective as of January 1, 2024.

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

[Signature Page to Articles of Incorporation]

IN WITNESS WHEREOF, the undersigned incorporator submits these Articles of Incorporation and affirms that the facts stated herein are true. The undersigned incorporator is 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.

CONVERTED ENTITY:

By: Kevin Reynolds
Name: Kevin Reynolds
Title: Incorporator
Date: 12/27/2024

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.

REGISTERED AGENT:

CAPITOL CORPORATE SERVICES, INC.

By: Kim Tadlock
Name: Kim Tadlock
Title: Asst. Secretary
Date: 12/27/2023

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