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(Requestor's Name)

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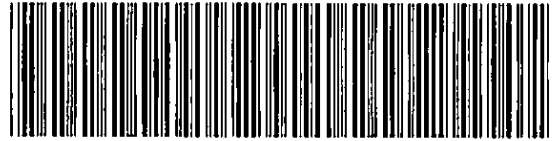
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Tax Unlimited LLC
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:

Victor Alba
Contact Person

Firm/Company
7726 Winegard Rd
Address
Orlando, FL 32809
City, State and Zip Code

Victor@positivemarketing.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Sasha Francis at 954 7151933
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

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TALLAHASSEE, FL

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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:

T&V Unlimited, LLC

Enter Name of the Converting Entity

2. The converting entity is a Limited Liability Company

(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 Florida

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

on 6/15/2023

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**:

T&V Unlimited, 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 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.

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STATE
ALLAH, SECT. FL

Signed this 7 day of MARCH, 2024

Required Signature for Florida Profit Corporation:

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

Printed Name: Tori Holbrook 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: Tori Holbrook Title: President

Signature: _____

Printed Name: Vicor Alba Title: Vice President

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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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 is:

T & V UNLIMITED, INC.

Article II – Principal Office

The principal place of business and mailing address is:

PRINCIPAL STREET ADDRESS

MAILING ADDRESS, if different is:

7726 Winegard Road
Orlando, Florida

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business permitted under the provisions of Chapter 607, Florida Statutes, or any of the other Statutes of the State of Florida applying thereto.

Article IV – Capital Stock

This corporation is authorized to issue one thousand (1,000) shares of the One Dollar (\$1.00) par value common stock.

Article V – Resident Agent

The name and address of the initial registered agent and the registered office for the corporation are as follows:

VICTOR ALBA
7726 Winegard Road, Suite 7
Orlando, Florida 32809

Article VI – Initial Board of Directors

The business of this corporation shall be initially conducted by a Board of Directors of two (2) Directors who shall be elected annually; however, the exact number of Directors from time to time shall be fixed by the By-Laws of this Corporation.

Article VII – First Board of Directors

The name and address of the first Board of Directors of this corporation who shall hold office until their successors are elected and have qualified are:

Title: President
TORI HOLBROOK
7726 Winegard Road
Orlando, Florida 32809

Title: Vice President/Treasurer/Secretary
VICTOR ALBA
7726 Winegard Road
Orlando, Florida 32809

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Article VIII – Incorporator

The name and address of the incorporator of these Articles of Incorporation is as follows:

FRANCIS LAW, FIRM, PLLC
300 South Pine Island Road, Suite 201
Plantation, Florida 33324

Article IX – Special Provisions

Special provisions for the regulations of this corporation are:

1. The annual meeting of the Stockholders and Directors of this corporation shall be fixed by the Bylaws.
2. Any meeting of the Stockholders or Board of Directors may be held either within or outside of the State of Florida, without notices, by written consent of all the Stockholders or Directors, as the case may be.
3. The officers of this corporation shall be a President, Vice President, Secretary, and Treasurer and such other officer as the Board may deem necessary and shall be elected by the Stockholders. Anyone person may hold two of said offices, provided, however, that the President shall not hold the office of the Secretary.
4. The Directors of the corporation are expressly authorized to accept in payment for the capital stock of the corporation real or personal property of any kind or nature, including accounts receivable, inventories or raw materials or finished products, furniture, fixtures, buildings or any other item of real or personal property in payment for capital stock, shall be deemed conclusive and shall be binding upon the Directors, officers, and upon the present and future stockholders of the corporation.
5. The Stockholders of the corporation are specifically empowered to pass on the compensation of Directors, officers, employees and agents of the corporation and to enter into agreements, respecting the same.

Article X – Contracts

No contracts or other transaction between the corporation and any other corporation and no act of the corporation shall be in any way affected or invalidated by the fact that any of the Directors of the corporation are pecuniary or otherwise interested in, or are Directors of or officers of such other corporation; any Director individually, or any firm of which any Director may be a member, may be a party to or may be pecuniary or otherwise interested in, any contract or transaction of the corporation, provided, that the fact that he/she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or majority thereof; and any Director of the corporation who is also a Director or officer of such corporation or who is interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction with like force and effect as if

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CLERK OF DISTRICT COURT
JACKSONVILLE, FL

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he/she were not such Director or officer of such other corporation or not so interested; and each and every person who may become a Director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of him/herself or any firm or corporation in which he/she may be any wise interested.

Article XI – Directors and Officers Indemnification

1. No person shall be liable to the corporation for any loss or damage suffered by it on account of any action taken or omitted to be taken by him/her as a Director or officer of the corporation in good faith, if such person (a) exercises or used the same degree of care and skill as a prudent man would have exercised or used under the circumstances in the conduct of his own affairs, or (b) took or omitted to take such action in reliance upon advice of counsel for the corporation or upon statements made or information furnished by officers or employees of the corporation which he/she had reasonable grounds to believe.
2. The corporation shall indemnify any and all of its Directors or officers or former Directors or former officers or any person who may have served at its request as Director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor, against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding in which they, or any of the, are made parties, or a party, by reason of being or having been Directors or officers or a Director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such Director or officer or former director or former officer or person shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty.
3. In case of criminal action, suit or proceeding, a conviction or judgment (whether based on a plea of guilty or nolo contendere or its equivalent, or after trial) shall not be deemed as adjudication that such Director or officer or person is liable for negligence or misconduct in the performance of his duties, if such Director or officer or person was acting in good faith in what he/she considered to be the best interest of the corporation and with no reasonable cause to believe that the action was illegal.
4. In case any such action, suit or proceeding shall result in a settlement, and if in the judgment of a disinterested majority of the Board of Directors of any disinterested committee or group of persons to whom the question may be referred by the Board of Directors, any such person was not negligent or guilty of bad faith in relation to the matters complained of therein, the corporation shall reimburse him/her for or indemnify him/her for or against all costs and reasonable expenses incurred by him/her in connection therewith, other than for any sums paid to the corporation.
5. Such indemnification shall not be deemed exclusive of any rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholder, otherwise.

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Article XII – By-Laws

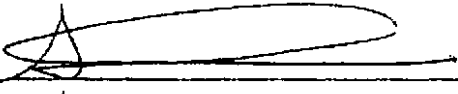
The power to adopt, alter, amend or repeal By-Laws shall be vested in the Stockholders.

Article XIII – Amendments

The power to adopt amendments to these Articles of Incorporation shall be vested in the Stockholders.

SIGNATURE OF INCORPORATOR(S):

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation and acknowledge the same to be my act on this 7 day of March, 2024.



Incorporator

SIGNATURE OF REGISTERED AGENT:

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.



Registered Agent

3/7/24
Date

XII Return Address

Filing party's return address:

FRANCIS LAW, FIRM, PLLC
300 South Pine Island Road, Suite 201
Plantation, Florida 33324

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