

P24000071488

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900439716069

FILED
2024 NOV 22 PM 9:47
S. C. TOLSON

FILED
2024 NOV 22 PM 3:36
TOLSON

Please Apostille upon
Completion. (GS & Certified
COPIES)
Apostille checks & requests
Attached.

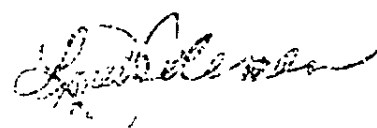
CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 780750 4352702

AUTHORIZATION :

COST LIMIT : \$ 122.50



ORDER DATE : November 21, 2024

ORDER TIME : 10:55 AM

ORDER NO. : 780750-005

CUSTOMER NO: 4352702

FILED
2024 NOV 22 PM 3:47
STATE
SECRET

DOMESTIC AMENDMENT FILING

NAME: MILES PARTNERSHIP EUROPE, LLC

EFFECTIVE DATE:

XX ARTICLES OF CONVERSION
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Miller -- EXT#

EXAMINER'S INITIALS: _____

**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 F.S. § 607.11933 and 607.0202.

1. The name of the "Converting Eligible Entity" immediately prior to the filing of these Articles of Conversion is: **MILES PARTNERSHIP EUROPE, LLC** (the "Converting Entity").
2. The "Converting Entity" is a **Florida limited liability company** first formed under the laws of the State of **Florida** on **March 2, 2023**, and having **Florida Document No. L23000095862**, and the jurisdiction has not been changed.
3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation is: **MILES PARTNERSHIP EUROPE, INC.** (the "Converted Entity").
4. The Converting Entity has been converted into a Florida profit corporation in accordance with Chapter 607, Florida Statutes.
5. This Conversion was approved by the eligible Converting Entity in accordance with Chapter 605 and Chapter 607, Florida Statutes.
6. A Plan of Conversion has been approved in accordance with all applicable Florida Statutes.
7. The Converted Entity has agreed to pay any members having appraisal rights the amount to which they are entitled under Chapter 605, Florida Statutes.
8. The effective date of Conversion to a Florida Profit Corporation is upon filing.

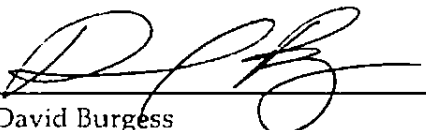
[Signatures appear on the following page.]

2024 NOV 22 1:54:42
FILED

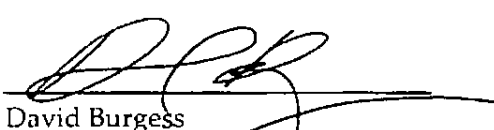
FILED

IN WITNESS WHEREOF, the undersigned have executed these Articles of Conversion as of 14th day of November 2024.

MILES PARTNERSHIP EUROPE, LLC,
a Florida limited liability company

By: 
David Burgess
As its Manager

MILES PARTNERSHIP EUROPE, INC., a Florida corporation

By: 
David Burgess
As its President and Chief
Executive Officer

FILED

2024 NOV 22 AM 9:47

DATE
S-E-F

**ARTICLES OF INCORPORATION
OF
MILES PARTNERSHIP EUROPE, INC.**

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. **Name.** The name of the Corporation is:

Miles Partnership Europe, Inc.

2. **Principal Office and Mailing Address.** The address of the principal office and the mailing address of the Corporation is:

6751 Professional Parkway, Suite 200
Sarasota, Florida 34240

3. **Purpose.** The Corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act as it now exists or may hereafter be amended or supplemented. The Corporation's existence will be perpetual unless dissolved in accordance with the Florida Business Corporation Act (Chapter 607, Florida Statutes).

4. **Authorized Shares.** The Corporation is authorized to issue 100,000 shares of common stock having a par value of \$0.01 per share. The shareholders of the Corporation will not be liable for the debts of the Corporation.

5. **Bylaws.** The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend, or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. **Initial Officers and Directors.** The names and addresses of the initial officers and directors of the Corporation are as follows:

David Burgess - Director, President, and Chief Executive Officer
6751 Professional Parkway, Suite 200
Sarasota, Florida 34240

Dianne Gates - Director and Chief Financial Officer
6751 Professional Parkway, Suite 200
Sarasota, Florida 34240

Jay Salyers - Director and Senior Vice President
6751 Professional Parkway, Suite 200
Sarasota, Florida 34240

The Corporation will be managed by the officers with oversight from the directors.

FILED

2024 NOV 22 AM 9:47

7. **Registered Agent and Office.** The name of the initial registered agent and the address of the initial registered office of the Corporation is:

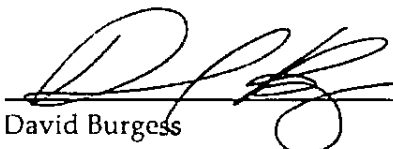
Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

8. **Incorporator.** The name and address of the incorporator of the Corporation is:

David Burgess
6751 Professional Parkway, Suite 200
Sarasota, FL 34240

9. **Effective Date.** The existence of the Corporation shall begin at the date of formation of the Converting Entity, which is March 2, 2023. The Conversion will be effective upon filing.

Dated this 14th day of November 2024.



David Burgess
Incorporator

2024 NOV 22 PM 9:47
FILED

ACKNOWLEDGEMENT OF REGISTERED AGENT

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, is familiar with, and accepts, the obligations of that position.

IN WITNESS WHEREOF, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.

Corporation Service Company

By: 

Print Name: AMANDA MILLER
As its ASST. SECRETARY