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Incorporating Services, Ltd.

1540 Glenway Drive
Tallahassee, FL 32301
850.656.7956
Fax: 850.656.7953
www.incserv.com



ORDER FORM

TO Florida Department of State
The Centre of Tallahassee
2415 North Monroe Street, Suite 810
Tallahassee, FL 32303
corphelp@dos.myflorida.com
850-245-6051

FROM Melissa Moreau
850.656.7953

REQUEST DATE 12/30/2024 **PRIORITY** 24 Hours

OUR REF # (Order ID#) 1334781

ORDER ENTITY
CONSTRUCTION ADVISORY SERVICES GROUP, INC.

PLEASE PERFORM THE FOLLOWING SERVICES:
CONSTRUCTION ADVISORY SERVICES GROUP, INC. (FL)

File the attached conversion and subsequent articles of incorporation.

NOTES:
\$105.00 Authorized

RETURN/FORWARDING INSTRUCTIONS:

ACCOUNT NUMBER: I20050000052

Please bill the above referenced account for this order.

If you have any questions please contact me at 656-7956,

Sincerely,

A handwritten signature in black ink, appearing to be "V8" or similar, written over a horizontal line.

Please bill us for your services and be sure to include our reference number on the invoice and courier package if applicable. For UCC orders, please include the thru date on the results.

**ARTICLES OF CONVERSION
FOR CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina
corporation.
INTO
CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation**

Pursuant to sections 607.11933 and section 607.0202, Florida Statutes, CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation, an "eligible foreign entity" hereby submits the attached articles of incorporation and these articles of conversion to convert the North Carolina corporation into a Florida corporation:

1. The name of the "eligible foreign business entity" immediately prior to the filing of these Articles of Conversion is: CONSTRUCTION ADVISORY SERVICES GROUP, INC., which is a North Carolina corporation. CONSTRUCTION ADVISORY SERVICES GROUP, INC. was formed in North Carolina on April 17, 2019. CONSTRUCTION ADVISORY SERVICES GROUP, INC. previously filed its corporate registration under North Carolina file number 1832637.
2. The name of the Florida corporation as set forth in the attached Articles of Incorporation is CONSTRUCTION ADVISORY SERVICES GROUP, INC., which shall be a Florida corporation.
3. The effective date of the conversion shall be the date of filing of these Articles of Conversion.
4. This conversion was approved by the eligible converting entity in accordance with Florida Statutes Chapter 607 and in accordance with the laws of its current\organic state.
5. The principal office address of CONSTRUCTION ADVISORY SERVICES GROUP, INC., shall be:

2720 East Gore Street Street
Orlando, Florida 32806

DATED as of December 30th, 2024.

CONSTRUCTION ADVISORY SERVICES
GROUP, INC., a North Carolina corporation

By Roy W. Smith, Jr.
Roy W. Smith, Jr., President

EXHIBIT "A"
PLAN OF CONVERSION OF
CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina
Corporation INTO
CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation

1. CONSTRUCTION ADVISORY SERVICES GROUP, INC. a North Carolina corporation shall convert into CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida for profit corporation.

2. Upon the consummation of the conversion of CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation, into CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation, the separate existence of CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation shall cease. CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation, as the surviving entity, shall continue to exist by virtue of the laws of the State of Florida. The title to all property of every description, whether real or personal, and all interests, rights, privileges, powers and franchises of CONSTRUCTION ADVISORY SERVICES GROUP, INC. a North Carolina corporation, shall not be affected by the conversion and upon the conversion, CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation, without further act or deed and without reversion or impairment, shall own and possess all the property of every description, real or personal, and all interests, rights, privileges, powers and franchises of CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation, prior to the conversion as provided §607.11935 of the Florida Statutes. Further, as provided in §607.11935 of the Florida Statutes, all rights of creditors and any person or persons dealing with CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation, shall be preserved and remain unimpaired by the conversion, all liens upon the properties of CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation, shall be preserved and remain unimpaired by the conversion, and all debts, liabilities, obligations and duties of CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation, shall henceforth attach to CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation, and may be enforced against CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation, to the same extent as if such obligations and duties had been incurred by CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation. Additionally, any existing claim or action or proceeding pending by or against CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation, or CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation, may be continued as if the conversion did not occur or CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation, may be substituted in such proceedings for CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation.

3. Upon the consummation of the conversion of CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation, into CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation, the federal taxpayer

identification number for CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation shall be the federal tax identification number for CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation.

4. The manner and basis of converting the ownership interests of CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation, into units of ownership interest of CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation, LLC are as follows:

At the effective date of the conversion, each share of CONSTRUCTION ADVISORY SERVICES GROUP, INC., a North Carolina corporation, issued and outstanding shall be converted into one share of CONSTRUCTION ADVISORY SERVICES GROUP, INC., a Florida corporation.

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**ARTICLES OF INCORPORATION
OF
CONSTRUCTION ADVISORY SERVICES GROUP, INC.**

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be CONSTRUCTION ADVISORY SERVICES GROUP, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 2720 East Gore Street, Orlando, 32806 and the mailing address is the same.

ARTICLE III - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of filing of these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE V - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The initial street address of the registered office of this Corporation in the State of Florida shall be 2720 East Gore Street, Orlando, 32806. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Roy W. Smith, Jr.. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Roy W. Smith, Jr.	2720 East Gore Street Orlando, Florida 32806

ARTICLE VII - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation shall be one (1).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation but shall never be less than one (1).

C. The name and address of the initial member of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, is:

Name

Roy W. Smith, Jr.

Address

2720 East Gore Street
Orlando, Florida 32806

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida, this 30th day of December, 2024.

Roy W. Smith, Jr.

Roy W. Smith, Jr.

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: Roy W. Smith, Jr.
Roy W. Smith, Jr.

Date: 12/30/2024 | 5:39 PST

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