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Special Instructions to Filing Officer:



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Holland & Knight

Requester's Name
315 South Calhoun Street, suite 600

Address
Tallahassee, FL 32301 (850)425-5686
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Ashley Distribution Services Holdings, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time

☐ Mail out

☐ Will wait

☐ Photocopy

☒ Certified Copy

☒ Certificate of Status

NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☒ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Ashley Distribution Services Holdings, Inc.
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:

Leslie McGuire

Contact Person

Holland & Knight LLP

Firm/Company

100 North Tampa Street, Suite 4100

Address

Tampa, Florida 33606

City, State and Zip Code

leslie.mcguire@hklaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Leslie McGuire at (813) 227-6348

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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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:

Ashley Distribution Services Holdings, Inc.

Enter Name of the Converting Entity

2. The converting entity is a **corporation**

(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 **Wisconsin**

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

on **January 1, 2017**

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**:

Ashley Distribution Services Holdings, 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 its current/organic jurisdiction.

5. If not effective on the date of filing, enter the effective date: **December 31, 2024**

(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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Signed this 30 day of December, 2024

Required Signature for Florida Profit Corporation:

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

Printed Name: Stephen R. Calkins Title: Secretary

Required Signature(s) on behalf of Converting Florida partnerships, limited partnerships, and limited liability companies: [See below for required signature(s).]

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

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 shall be: Ashley Distribution Services Holdings, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

Principal street address

Mailing address, if different is:

1670 East 8th Avenue

Tampa, Florida 33605

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The corporation is organized to engage in any activity or business
permitted under the laws of the United States and the State of Florida.

ARTICLE IV SHARES

110,000 shares of no par common stock, consisting of one class only, with all shares having identical rights, except 109,000 of the shares shall be non-voting and 1,000 of the shares shall be voting.

ARTICLE V OFFICERS AND/OR DIRECTORS

Name and Title: Ronald G. Wanek, Chairman & Director

Address: 1670 East 8th Avenue
Tampa, Florida 33605

Name and Title: Cameron Wanek, Senior Vice President

Address: 1670 East 8th Avenue
Tampa, Florida 33605

Name and Title: Travis Wagner, Senior Vice President

Address: 1670 East 8th Avenue
Tampa, Florida 33605

Name and Title: Todd R. Wanek, CEO, President, & Director

Address: 1670 East 8th Avenue
Tampa, Florida 33605

Name and Title: Laura Forsythe, Senior Vice President

Address: 1670 East 8th Avenue
Tampa, Florida 33605

Name and Title: Troy Muller, Treasurer

Address: 1670 East 8th Avenue
Tampa, Florida 33605

Article V Attachment

Additional Officers and/or Directors:

Stephen R. Calkins, Secretary
1670 East 8th Avenue
Tampa, Florida 33605

Charles H.E Vogel, Director
1670 East 8th Avenue
Tampa, Florida 33605

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ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Corporation Service Company

Address: 1201 Hays Street

Tallahassee, Florida 32301

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.

Melissa Clarke
Required Signature/Registered Agent

12/30/2024
Date

RECEIVED
DEC 30 2024
12:30 PM
CLERK