

P25000048/51

FL
8-25-25

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

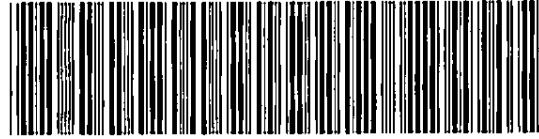
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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Holland & Knight

Requester's Name

315 South Calhoun Street, suite 800

Address

Tallahassee, FL 32301 (850)425-5686

City/State/Zip

Phone #

Officer Use Only

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

1. Proxy, Inc.

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

☐ Walk in

☐ Pick up time _____

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

☒ Profit

☐ Not for Profit

☐ Limited Liability

☐ Domestication

☒ Other Conversion

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


**ARTICLES OF CONVERSION
FOR
CONVERTING ELIGIBLE ENTITY
INTO
FLORIDA PROFIT CORPORATION**

These Articles of Conversion and the attached Articles of Incorporation are submitted to convert the following Eligible Business Entity into a Florida profit corporation in accordance with s. 607.11933 & 607.0202, Florida Statutes.

1. The name of the converting entity immediately prior to the filing of the Articles of Conversion is Proxy, Inc. (the "*Converting Entity*").
2. The Converting Entity is a corporation first organized formed or incorporated under the laws the State of California on September 26, 2007.
3. The name of the Florida profit corporation as set forth in the attached Articles of Incorporation is **Proxy Ventures, Inc.** (the "*Florida Profit Corporation*").
4. This conversion was approved by the Converting Entity in accordance with this chapter and the laws of its current/organic jurisdiction.
5. This conversion shall be effective on the date it is filed with the Florida Department of State.


Signed this 25 day of August, 2025.

Signature for Florida Profit Corporation:



Clare E. Whitecross,
Chief Executive Officer

Signature on behalf of the Converting Entity:



Clare E. Whitecross,
Authorized Person and Manager

**ARTICLES OF INCORPORATION
OF
PROXY VENTURES, INC.**

The undersigned, acting as incorporator of PROXY VENTURES, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is PROXY VENTURES, INC. (the "Corporation").

ARTICLE II. ADDRESS

The principal and mailing address of the Corporation is 1451 Brickell Ave. Miami, FL 33131.

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

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

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$0.01 par value per share.

ARTICLE VI. DIRECTORS/OFFICERS

The names and addresses of the initial Director and Officers of the Corporation are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Clare E. Whitecross	Director, Chief Executive Officer, Chief Financial Officer and Secretary	1451 Brickell Ave Miami, FL 33131

ARTICLE VII. REGISTERED OFFICE AND AGENT

The Corporation designates 1451 Brickell Avenue, Miami, FL 33131 as the street address of the initial registered agent of the Corporation and names Clare E. Whitecross as the Corporation's initial registered agent at that address to accept service of process within this state.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is Clare E. Whitecross, 1253 University Drive, Menlo Park, CA 94025.

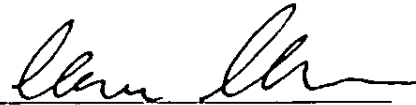
ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 25 day of August, 2025.



Clare E. Whitecross,
Sole Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted: That **PROXY VENTURES, INC.** desiring to organize under the laws of the State of Florida with its initial registered agent's address as indicated in the Articles of Incorporation at 1451 Brickell Ave, Miami, FL 33131 has named Clare E. Whitecross as its agent to accept service of process within this state.

ACKNOWLEDGMENT: Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 25 day of August, 2025.



Clare E. Whitecross