

P24000061536

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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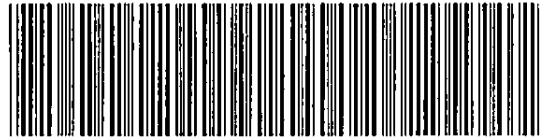
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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CONVERSION

1. **SPIRIT CLOTHING COMPANY**

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

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2024 OCT -4 AM 8:47
TALLAHASSEE, FLA
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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:

Spirit Clothing Company

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 California

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

on January 22, 2002

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:**

Spirit Clothing Company

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: _____.

(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.

2024 OCT -4 PM 9:47

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Signed this 1st day of October, 2024

Required Signature for Florida Profit Corporation:

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

Jake Ptasznik
SC5EAF8DDAD34FA

Printed Name: Jake Ptasznik Title: Director

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

Signature: Jake Ptasznik
SC5EAF8DDAD34FA

Printed Name: Jake Ptasznik Title: Chief Executive Officer

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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CLERK OF DISTRICT COURT
STATE OF FLORIDA

ARTICLES OF INCORPORATION
OF
SPIRIT CLOTHING COMPANY

In compliance with the requirements of the Florida Business Corporation Act (the “FBCA”), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be Spirit Clothing Company (the “Corporation”).

ARTICLE II: INITIAL PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of the Corporation is 6278 N Federal Hwy, Fort Lauderdale, FL 33308.

ARTICLE III: PURPOSE

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

ARTICLE IV: SHARES

The Corporation is authorized to issue two (2) classes of stock to be designated, respectively, as “**Class A Common Stock**” and “**Class B Common Stock**”. The Class A Common Stock and Class B Common Stock are collectively referred to herein as “**Common Stock**”. The total number of shares of Common Stock which the Corporation is authorized to issue is One Hundred Thousand (100,000) shares, of which Sixty Thousand (60,000) shares shall be Class A Common Stock and Forty Thousand (40,000) shares shall be Class B Common Stock. The rights, preferences, privileges and restrictions of the Class A Common Stock and Class B Common Stock shall be equal and identical in all respects except that the holders of Class B Common Stock shall not have any voting rights, except as may otherwise be required by applicable law.

ARTICLE V: INITIAL DIRECTORS

The initial board of directors of the Corporation shall consist of one (1) member. This number may be increased or decreased from time to time in accordance with the Corporation’s bylaws, but shall never be less than one (1). The name and address of the individual who will serve on the initial board of directors is:

Jake Ptasznik
6278 N Federal Hwy
Fort Lauderdale, FL 33308

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2894 Remington Green Lane, Suite A, Tallahassee, FL 32308. The name of the initial registered agent of the Corporation at that office is Registered Agent Solutions, Inc.

ARTICLE VII: INCORPORATOR

The name and street address of the Corporation's incorporator is:

Jake Ptasznik
6278 N Federal Hwy
Fort Lauderdale, FL 33308

ARTICLE VIII: DURATION

The Corporation is to have perpetual existence.

ARTICLE IX: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "**Covered Person**") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "**Proceeding**"), by reason of the fact that they, or a person for whom they are the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article IX shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE X: EFFECTIVE DATE AND TIME

The effective date and time of these Articles of Incorporation shall be the date and time that these Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Registered Agent Solutions, Inc., Registered Agent

By: *Samantha Niels*
Name: Samantha Niels
Title: Assistant Secretary

10-1-2024
Date

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.

DocuSigned by:
Jake Ptasznik
SC5EAP6DDAD33PA
Jake Ptasznik, Incorporator

10-1-2024
Date

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2024 OCT -1 AM 9:47
JACKSONVILLE
FLORIDA