

P21 000039141

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

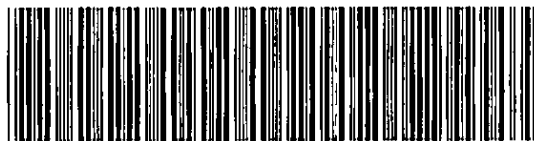
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

21-91330

Office Use Only



300365367923

05/04/21--01043--003 **1652.50

2021.05.04 16:11:04

FILED

21-91330



April 30, 2021

VIA HAND DELIVERY

ATTN: Ms. Tammi Cline, Supervisor
Bureau of Commercial Recording
Division of Corporations
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

2021 APR 30 PM 1:04

FILED

Re: Articles of Conversion for CDG Equity, LLC and G8 Equity, LLC Subsidiaries

Dear Ms. Cline:

Per our communications this week, please find enclosed for filing with the Division:

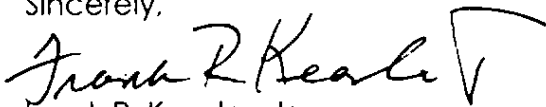
1. Articles of Conversion for **CDG Equity, LLC** and the Articles of Incorporation for the "Converted Entity". These enclosures are being "redelivered" for filing with the Florida Division of Corporations having been mailed originally to the Division on March 25, 2021.
2. Articles of Conversion for **MainStreet Advisors, Inc.** and the Articles of Organization for the Converted Entity;
3. Articles of Conversion for **Residential Movement Corp** and the Articles of Organization for the Converted Entity;
4. Articles of Conversion for **24ENT, Inc.** and the Articles of Organization for the Converted Entity;
5. Articles of Conversion for **Ceecrets, Inc.** and the Articles of Organization for the Converted Entity;
6. Articles of Conversion for **Haul Broker, Inc.** and the Articles of Organization for the Converted Entity;
7. Articles of Conversion for **NEWZKAST, Inc.** and the Articles of Organization for the Converted Entity; and
8. Articles of Conversion for **STAFFMERGE, Inc.** and the Articles of Organization for the Converted Entity.

The enclosed eight (8) Articles of Conversion and the enclosed Articles of Incorporation referenced in ¶1. above and the separate Articles of Organization for ¶¶2 through 8, were adopted by the written action of each company which was approved by 100% of the respective voting shareholder and member interests therein and thereof.

Also, enclosed is our Company's check No. 931 in the amount of \$1652.50 representing the filing fees for the enclosed Articles of Conversion and the respective Articles of Incorporation and Articles of Organization thereof. These funds are also for the costs of a Certified Copy of each of the filed Articles of Conversion and a Certified Copy of each of the Articles of Incorporation and Articles of Organization, all as filed with the Secretary of State. A Fee Summary Schedule is also enclosed for your reference on our calculations of the costs to file the enclosed Articles of Conversion for the above named "Converting" entities, and to file the new "organic law" for the respective "Converted Entity".

If you have any questions and/or need additional information, please do not hesitate to contact me. Thank you so much Tammi for your stellar assistance in this matter.

Sincerely,



Frank R. Keasler, Jr.
G8 Equity, LLC
Chief Strategy Officer

Enclosures:

- 8 Articles of Conversion
- 1 Articles of Incorporation
- 7 Articles of Organization
- G8E Check for Filing Fees
- Fee Summary Schedule

c: Cedric D. Griffin, CEO
G8 Equity, LLC

2021 SEP 30 AM 11:04

FILED

CDG EQUITY, LLC

ARTICLES OF CONVERSION to DOMESTIC CORPORATION

2021 MAY 30 4:11:04

1.1

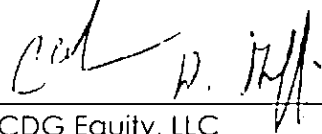
STATE OF FLORIDA COUNTY OF DUVAL

BEFORE ME, the undersigned authority appeared Cedric D. Griffin, the Sole Member of CDG Equity, LLC, a Florida Limited Liability Company, (the "Converting LLC") and who is the Sole Shareholder of CDG Equity, Inc. a Florida domestic corporation (the "Converted Entity"), and Frank R. Keasler, Jr., Manager of Le'Cirdec RAM Services, LLC, the Manager of the Converting Entity, whom all being by me first duly sworn, depose and say:

1. Pursuant to F.S. 605.1043 a Plan of Conversion (the "Plan") which converted a Florida Limited Liability Company into the Converted Entity was approved in accordance with its organic law.
2. Pursuant to F.S. 605.1045(2)(a) the name of the Converting LLC immediately prior to the filing of these Articles of Conversion is CDG Equity, LLC, a Florida Limited Liability Company.
3. Pursuant to F.S. 607.11930(2) the Converting LLC has been converted into the Florida domestic corporation known as CDG Equity, Inc.
4. Pursuant to F.S. 605.1045(2)(c) the Plan was approved in accordance with F.S. 605.1041-605.1046
5. Pursuant to F.S. 605.1045(2)(d) the text of the Articles of Incorporation for the Converted Entity is attached as **Exhibit "A"**.
6. Pursuant to F.S. 605.1045(2)(h) and F.S. 607.11933(3) the effective time and date the conversion under the Articles of Conversion, is 12:01 AM, May 1, 2021.
7. Pursuant to F.S. 605.1046 and 607.11935 when the conversion takes effect:
 - I. The Converted Entity is organized under and subject to Chapter 607 Florida Statutes and is the same entity without interruption as the Converting LLC;
 - II. All property of the Converting LLC continues to be vested in the Converted Entity without transfer, reversion, or impairment;
 - III. All debts, liabilities, and other obligations of the Converting LLC continue as obligations of the Converted Entity;
 - IV. Except as otherwise provided by law or the Plan of Conversion, all the rights, privileges, immunities, powers, and purposes of the Converting LLC remain in the Converted Entity;
 - V. The name of the Converted Entity may be substituted for the name of the Converting LLC in any pending action or proceeding;
 - VI. The provisions of the organic laws of the Converted Entity which are in a record which was approved as part of the Plan are effective;
 - VII. The conversion does not discharge any interest holder liability to the extent the interest holder liability arose before the conversion became effective.
 - VIII. No person shall have interest holder liability for any debt, obligation, or other liability that arises after the conversion becomes effective except as shall occur pursuant to the specific terms of such post conversion debt, obligation or other liability; and
 - IX. The conversion does not require the Converting LLC to wind up its affairs and does not constitute or cause the dissolution of that entity.

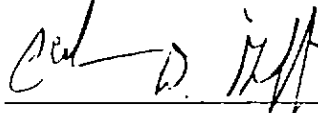
SIGNATURES FOLLOW ON NEXT PAGE

SOLE MEMBER



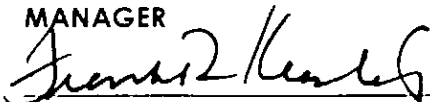
CDG Equity, LLC
Cedric D. Griffin
Effective Date: April 30, 2021

SOLE SHAREHOLDER



CDG Equity, Inc.
Cedric D. Griffin
Effective Date: April 30, 2021

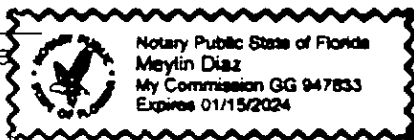
MANAGER



Le'Cirdec RAM Services, LLC
By: Frank R. Keasler, Jr.
Its: Manager
Effective Date: April 30, 2021

The foregoing was acknowledged before me this 30 day of April, 2021, by **Cedric D. Griffin**, the Sole Member of CDG Equity, LLC and the Sole Shareholder of CDG Equity, Inc., and **Frank R. Keasler, Jr.** as Manager of Le'Cirdec RAM Services, LLC, the Manager of CDG Equity, LLC, and who are known personally to me or who produced identification.

Notary Public, State of Florida at Large
Notary's Name:
My commission expires:



As to Cedric D. Griffin

☒ Known Personally or

☐ Produced _____ as identification.

As to Frank R. Keasler, Jr.

☒ Known Personally or

☐ Produced _____ as identification.

2021 APR 30 PM 04

(1)

CDG EQUITY, INC.
ARTICLES OF INCORPORATION

1. Name and Duration

The name of the Corporation is CDG Equity, Inc. The duration of the Corporation is perpetual. The Corporation began its corporate existence as of May 1, 2021.

2. Principal Office

The address of the principal office and mailing address of the Corporation is 9424 Baymeadows Road, Suite 110, Jacksonville, Duval County, Florida, 32256.

3. Registered Office and Agent

The street address of the registered office in the State of Florida is 9424 Baymeadows Road, Suite 110 Baymeadows Road, Suite 110, Jacksonville, Duval County, Florida, 32256. The name of the registered agent at such address is Le'Cirdec RAM Services, LLC.

4. Corporate Purposes, Powers and Rights

A. To carry on and conduct the operations of a company and enterprise management and administration business and to deliver to subsidiaries and affiliates of the Corporation such management, operational and administrative leadership and execution as required for said subsidiaries and affiliates to operate effectively and profitably. In such service deliverables the officers of the Corporation shall serve in designated management roles and positions in said subsidiaries and affiliates.

B. The business to be conducted or promoted and the purposes of the Corporation also include any lawful act for which corporations may be organized under the Florida Business Corporation Act. The Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by such specific Act, and under the general laws of the State of Florida.

C. The Corporations purposes and powers shall be interpreted liberally to allow the Corporation to carry on any lawful activity including but not limited to, investing its funds in real estate, mortgages, stocks, bonds, or any other type of investments, or from owning real or personal property necessary for the rendering of its services.

5. Capital Stock

The maximum number of shares of capital stock that the Corporation is authorized to have outstanding at any time shall be two hundred fifty thousand (250,000) shares of Class A Voting Common Stock having no par value per share, and fifty thousand (50,000) shares of Class B Non-Voting Common Stock having no par value per share. All stock issued shall be paid fully and non-assessable. Without the prior written consent of Corporation, no shareholder of the Corporation shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of that person's stock.

6. Company Management

Pursuant to §§607.0732(1)(a) and (2)(a)1, Florida Statutes, this Corporation shall not be controlled by a Board of Directors, but rather shall be controlled and directed by the majority vote of the shareholders and managed by the officers appointed thereby.

7. Company Officers

Pursuant to F.S. 607.1000 the following individuals are hereby appointed to, have the auspices and responsibilities of and shall serve in the below respective offices of the Corporation.

APPOINTED INDIVIDUAL	CORPORATE OFFICE
Cedric D. Griffin	President and Treasurer
Frank R. Keasler, Jr.	Secretary

2021
JAN 11 11:04

8. Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute or otherwise established in the Bylaws of this Corporation, and all rights conferred upon shareholders herein are granted subject to the above requirements for the amendment hereof.

9. Indemnification

The Corporation shall indemnify any shareholder or officer to the fullest extent permitted by law.

10. Effective Date

Pursuant to §607.1006(2) Florida Statutes the effective date of these Articles of Incorporation shall be and are effective as of 12:01 A.M. May 1, 2021.

The undersigned Sole Shareholder of the Corporation executed these Articles of Incorporation for the purpose of establishing this Corporation pursuant to a Plan of Conversion adopted by CDG Equity, LLC ("CDGE") and which was certified to the Florida Secretary of State and thereby replacing the original Articles of Organization filed originally by CDGE. These Articles of Incorporation are hereby filed under the laws of the State of Florida, and the undersigned original and former sole member of CDGE and as the sole Shareholder to and of this Corporation, does hereby affirm the Corporation's approval of the Plan and said Shareholder makes, acknowledges and files in this office of the Secretary of State, State of Florida, these Articles of Incorporation to be effective as of May 1, 2021 and as of such date replace the Articles of Organization filed originally by CDGE and therewith to be, in substitution of said CDGE Articles of Organization, the basis for the original and future organic law of this Corporation.

The undersigned Shareholder of the Corporation does certify the facts herein stated are true and correct.

Dated the 30th day of April in Jacksonville, Duval County, Florida.

SOLE SHAREHOLDER

Cedric D. Griffin
Shares: **50,000 Class Voting**
Corporation Ownership: **100%**

CDG
EQUITY
LLC
111
111
111

REGISTERED AGENT CERTIFICATE AND ACKNOWLEDGEMENT

CDG Equity, Inc., organized under the laws of the State of Florida, with its registered Agent, as indicated in the Articles of Incorporation, in the City of Jacksonville, County of Duval, State of Florida, affirms and certifies the appointment as of April 1, 2021 of Le'Cirdec RAM Services, Inc. located at 9424 Baymeadows Road, Suite 110, Duval County, Florida, 32256, to act as its registered agent to accept service of process and perform such other duties as are required by statute.

CDG Equity, Inc.

By: Cedric D. Griffin
Its: President

CDG EQUITY, INC.

ARTICLES OF INCORPORATION

1. Name and Duration

The name of the Corporation is CDG Equity, Inc. The duration of the Corporation is perpetual. The Corporation began its corporate existence as of May 1, 2021.

2. Principal Office

The address of the principal office and mailing address of the Corporation is 9424 Baymeadows Road, Suite 110, Jacksonville, Duval County, Florida, 32256.

3. Registered Office and Agent

The street address of the registered office in the State of Florida is 9424 Baymeadows Road, Suite 110 Baymeadows Road, Suite 110, Jacksonville, Duval County, Florida, 32256. The name of the registered agent at such address is Le'Cirdec RAM Services, LLC.

4. Corporate Purposes, Powers and Rights

A. To carry on and conduct the operations of a company and enterprise management and administration business and to deliver to subsidiaries and affiliates of the Corporation such management, operational and administrative leadership and execution as required for said subsidiaries and affiliates to operate effectively and profitably. In such service deliverables the officers of the Corporation shall serve in designated management roles and positions in said subsidiaries and affiliates.

B. The business to be conducted or promoted and the purposes of the Corporation also include any lawful act for which corporations may be organized under the Florida Business Corporation Act. The Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by such specific Act, and under the general laws of the State of Florida.

C. The Corporations purposes and powers shall be interpreted liberally to allow the Corporation to carry on any lawful activity including but not limited to, investing its funds in real estate, mortgages, stocks, bonds, or any other type of investments, or from owning real or personal property necessary for the rendering of its services.

5. Capital Stock

The maximum number of shares of capital stock that the Corporation is authorized to have outstanding at any time shall be two hundred fifty thousand (250,000) shares of Class A Voting Common Stock having no par value per share, and fifty thousand (50,000) shares of Class B Non-Voting Common Stock having no par value per share. All stock issued shall be paid fully and non-assessable. Without the prior written consent of Corporation, no shareholder of the Corporation shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of that person's stock.

6. Company Management

Pursuant to §§607.0732(1)(a) and (2)(a)1, Florida Statutes, this Corporation shall not be controlled by a Board of Directors, but rather shall be controlled and directed by the majority vote of the shareholders and managed by the officers appointed thereby.

7. Company Officers

Pursuant to F.S. 607.1000 the following individuals are hereby appointed to, have the auspices and responsibilities of and shall serve in the below respective offices of the Corporation.

APPOINTED INDIVIDUAL	CORPORATE OFFICE
Cedric D. Griffin	President and Treasurer
Frank R. Keasler, Jr.	Secretary

8. Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute or otherwise established in the Bylaws of this Corporation, and all rights conferred upon shareholders herein are granted subject to the above requirements for the amendment hereof.

9. Indemnification

The Corporation shall indemnify any shareholder or officer to the fullest extent permitted by law.

10. Effective Date


Pursuant to §607.1006(2) Florida Statutes the effective date of these Articles of Incorporation shall be and are effective as of 12:01 A.M. May 1, 2021.

The undersigned Sole Shareholder of the Corporation executed these Articles of Incorporation for the purpose of establishing this Corporation pursuant to a Plan of Conversion adopted by CDG Equity, LLC ("CDGE") and which was certified to the Florida Secretary of State and thereby replacing the original Articles of Organization filed originally by CDGE. These Articles of Incorporation are hereby filed under the laws of the State of Florida, and the undersigned original and former sole member of CDGE and as the sole Shareholder to and of this Corporation, does hereby affirm the Corporation's approval of the Plan and said Shareholder makes, acknowledges and files in this office of the Secretary of State, State of Florida, these Articles of Incorporation to be effective as of May 1, 2021 and as of such date replace the Articles of Organization filed original by CDGE and therewith to be, in substitution of said CDGE Articles of Organization, the basis for the original and future organic law of this Corporation.

The undersigned Shareholder of the Corporation does certify the facts herein stated are true and correct.

Dated the 30th day of April in Jacksonville, Duval County, Florida.

SOLE SHAREHOLDER



Cedric D. Griffin

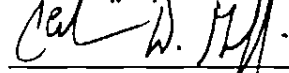
Shares: **50,000 Class Voting**

Corporation Ownership: **100%**

REGISTERED AGENT CERTIFICATE AND ACKNOWLEDGEMENT

CDG Equity, Inc., organized under the laws of the State of Florida, with its registered Agent, as indicated in the Articles of Incorporation, in the City of Jacksonville, County of Duval, State of Florida, affirms and certifies the appointment as of April 1, 2021 of Le'Cirdec RAM Services, Inc. located at 9424 Baymeadows Road, Suite 110, Duval County, Florida, 32256, to act as its registered agent to accept service of process and perform such other duties as are required by statute.

CDG Equity, Inc.




By: Cedric D. Griffin

Its: President

Being named to accept service of process for the above named Corporation at the place designated in this certificate, I acknowledge being familiar with the duties and responsibilities as registered agent for said Corporation and hereby acknowledge and confirm my appointment as the registered agent for said Corporation and agree to act and continue in this capacity and to comply with the provisions of the Florida Business Corporation Act.

EFFECTIVE the 30th day of May, 2021.


Le'Cirdec RAM Services, LLC
By: Frank R. Keasler, Jr., Manager

2021-05-30 10:00
2021-05-30 10:00
2021-05-30 10:00