



# Articles of Conversion - Business Entities

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - sos.oregon.gov/business - Phone: (503) 986-2200

FILED: FEB 27, 2025  
OREGON SECRETARY OF STATE



86357499-27431539

REGISTRY NUMBER: 86357499

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.  
Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

INKED PLAYMATS CORP.

CNV

1. Name of Business Entity Prior to Conversion: INKED PLAYMATS CORP., an Oregon corporation
2. Type of Business Entity Prior to Conversion: Corporation
3. Name of Business Entity After Conversion: INKED PLAYMATS CORP., a Florida corporation
4. Type of Business Entity After Conversion: Corporation
5. Will the converted entity have continued existence in Oregon? ☒ Yes ☐ No
6. If no, where will the jurisdiction be? \_\_\_\_\_

7. Select one of the following:

A copy of the plan of conversion is attached.

Address where the plan of conversion is on file.

Address 1800 SW 3rd St., #130

City Corvallis State OR Zip Code 97333

A copy will be provided upon request to any owner, member or shareholder at no cost. Each party (as specified by the statute) to the conversion obtained authorization and approval in accordance with the statutes that govern the business entity.

8. Provide additional information required for new entity type. (Required)

The corporation will remain the same in all material respects, but will be converting from an Oregon corporation to a Florida corporation.

9. Oregon Corporation and Limited Liability Company Requirement:

Oregon Corporations and Limited Liability Companies comply with House Bill 2191 by attaching an information change form that includes the Principal Place of Business and Individual with Direct Knowledge.

10. Execution: (Must be signed by an officer or director for a corporation, a member or manager for a limited liability company, a general partner for a limited partnership, or a partner for a limited liability partnership.)

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, obscure, alter, or otherwise misrepresent the identity of any person including officers, directors, employees, members, managers or agents. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both.

Signature:

Thomas Pool

Printed Name:

Thomas Pool

Title:

President

CONTACT NAME: (To resolve questions with this filing)

PHONE NUMBER: (Include area code)

FEES

Domestic Required Processing Fee \$100

Foreign Required Processing Fee \$275

Processing Fees are nonrefundable. Please make check payable to "Corporation Division".

Free copies are available at sos.oregon.gov/business using the Business Name Search program.



# Application for Authority to Transact Business - Business/Professional

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - [sos.oregon.gov/business](http://sos.oregon.gov/business) - Phone: (503) 986-2200

## Check the appropriate box below:

- ☒ FOREIGN BUSINESS CORPORATION  
(Complete only 1, 2, 3, 4, 5, 6, 7, 8, 9, 11)
- ☐ FOREIGN PROFESSIONAL CORPORATION  
(Complete all items)

REGISTRY NUMBER: 86357499

For office use only

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Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

1) NAME OF CORPORATION: INKED PLAYMATS CORP.

NOTE: Must be identical to the name of record in home jurisdiction.

2) REGISTRY NUMBER IN HOME JURISDICTION P25000010334

OR: CERTIFICATE OF EXISTENCE ☒ (ATTACHED)

(Please provide a web-verifiable registry number from the entity's home jurisdiction. Certain states, such as Delaware and New Jersey, do not provide status information online. Entities from such places must instead attach an official certificate of existence, current within 60 days of delivery to this office.)

3) DATE OF INCORPORATION: February 21, 2025 DURATION, IF NOT PERPETUAL: \_\_\_\_\_

4) STATE OR COUNTRY OF ORGANIZATION: Florida

5) ADDRESS OF PRINCIPAL OFFICE OF THE BUSINESS:  
(Address, city, state, zip)  
433 Plaza Real, Suite 275  
Boca Raton, FL 33432

6) NAME OF OREGON REGISTERED AGENT: Thomas Pool

7) REGISTERED AGENT'S PUBLICLY AVAILABLE ADDRESS: (Must be an Oregon Street Address which is identical to the registered agent's business office.)  
1800 SW 3rd St., #130  
Corvallis, OR 97333

8) ADDRESS FOR MAILING NOTICES:

433 Plaza Real, Suite 275  
Boca Raton, FL 33432

9) NAME AND ADDRESS OF PRESIDENT AND SECRETARY:

President: Thomas Pool, President  
Address: 1800 SW 3rd St., #130  
Corvallis, OR 97333

Secretary: Thomas Pool, Secretary  
Address: 1800 SW 3rd St., #130  
Corvallis, OR 97333

PROFESSIONAL CORPORATION ONLY

10) PROFESSIONAL/BUSINESS SERVICES: (List professional service(s) and other business services, if applicable, to be rendered.)

11) EXECUTION: (Must be signed by at least one authorized signer.)

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, fraudulently obscure, fraudulently alter or otherwise misrepresent the identity of the person or any officers, directors, employees or agents of the corporation. This filing has been examined by me and is, to the best of my knowledge and belief true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Signature:

Thomas Pool

Printed Name:

Thomas Pool

Title:

President

CONTACT NAME: (To resolve questions with this filing.)

PHONE NUMBER: (Please include area code.)

## FEES

Required Processing Fee \$275

Processing Fees are nonrefundable. Please make check payable to "Corporation Division."

Free copies are available at [sos.oregon.gov/business](http://sos.oregon.gov/business), using the Business Name Search program.



# Corporation/Limited Liability Company - Information Change

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - sos.oregon.gov/business - Phone: (503) 986-2200  
Please Type or Print Legibly in Black Ink. Attach Additional Sheet If Necessary. Fax: (503) 378-4381

REGISTRY NUMBER: 88957499

ENTITY TYPE: ☐ DOMESTIC ☒ FOREIGN

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

For office use only

## 1. NAME OF CORPORATION OR LIMITED LIABILITY COMPANY:

INKED PLAYMATS CORP., A FLORIDA CORPORATION

Complete only the sections that you are updating.

## 2. BUSINESS ACTIVITY

## 6. ADDRESS WHERE THE DIVISION MAY MAIL NOTICES:

## 3. PRINCIPAL PLACE OF BUSINESS: (Street Address)

433 Plaza Real, Suite 275

Boca Raton, FL 33432

## 4. THE REGISTERED AGENT HAS BEEN CHANGED TO:

## 5. REGISTERED AGENT'S PUBLICLY AVAILABLE ADDRESS:

Must be an Oregon Street Address, which is identical to the registered agent's office.

## 7. THE NEW REGISTERED AGENT HAS CONSENTED TO THIS APPOINTMENT.

## 8. THE STREET ADDRESS OF THE NEW REGISTERED OFFICE AND THE BUSINESS ADDRESS OF THE REGISTERED AGENT ARE IDENTICAL.

The entity has been notified in writing of this change.

## 9. INDIVIDUAL WITH DIRECT KNOWLEDGE (Names and Addresses)

List the name and address of at least one individual who is a director, or controlling shareholder of the corporation (member or manager of the LLC) or an authorized representative with direct knowledge of the operations and business activities of the corporation or LLC.

Thomas Pool, President

1800 SW 3rd St., #130

Corvallis, OR 97333

## 10. NAME(S) AND ADDRESS(ES) OF CORPORATE OFFICERS OR LLC MEMBERS/MANAGERS

Corporations list the name and address of one President and one Secretary (ORS 60.787, ORS 65.787, ORS 62.455, ORS 554.315).

Limited Liability Companies list the name and addresses of the managers for a manager-managed limited liability company or the name and address of at least one member for a member-managed limited liability company (ORS 63.787). Please attach a separate sheet of paper if needed.

If making changes to this section, list all current names and addresses. This replaces what is currently on the record.

PRESIDENT OR OWNER(S) (MEMBERS): (Names and Addresses)

SECRETARY OR MANAGER(S): (Names and Addresses)

11. EXECUTION: I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, obscure, alter, or otherwise misrepresent the identity of any person including officers, directors, employees, members, managers or agents. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both.

SIGNATURE:

Thomas Pool

PRINTED NAME:

Thomas Pool

TITLE:

President

CONTACT NAME: (To resolve questions with this filing)

PHONE NUMBER: (Include area code)

### FEES

No Processing Fee

Free copies are available at sos.oregon.gov/business using the Business Name Search program.

**PLAN OF CONVERSION  
OF  
INKED PLAYMATS CORP, an Oregon corporation  
AND  
INKED PLAYMATS CORP, a Florida corporation**

This PLAN OF CONVERSION is adopted by INKED PLAYMATS CORP., an Oregon corporation, (the "Converting Entity") having an at 1800 SW 3<sup>rd</sup> St., #130, Corvallis, OR 97333 and INKED PLAYMATS CORP., a Florida corporation (the "Resulting Entity") having an office address at 433 Plaza Real, Suite 275, Boca Raton, FL 33432.

**I.  
PLAN OF CONVERSION**

**A. Adoption of Plan.** In consideration of the mutual promises, covenants, and agreements herein, the Converting Entity and the Resulting Entity hereby adopt a PLAN OF CONVERSION pursuant to the provisions of OR Rev Stat §60.472 and Fla. Stat. §607.11931 as follows:

1. The Converting Entity shall be converted into the Resulting Entity, to exist as a corporation and be governed by the laws of the State of Florida under the name of INKED PLAYMATS CORP.
2. The Resulting Entity is a continuation of the existence of the Converting Entity.
3. The title to all property owned by the Converting Entity is vested in the Resulting Entity without reversion or impairment and shall be subject to all of the debts and liabilities of the Converting Entity, in the same manner as if the Resulting Entity had itself incurred them.
4. Every shareholder of the Converting Entity will have their shares in the Converting Entity converted into common stock of the Resulting Entity on a 1 for 1 basis.

**II.  
FURTHER ASSIGNMENTS AND ASSURANCES**

If at any time the Resulting Entity shall consider or be advised that any further assignments or assurances in law are necessary to vest or perfect or to confirm of record in the Resulting Entity the title to any property or gifts of the Converting Entity, or otherwise carry out the provisions hereof, the President of the Converting Entity, as of the effective date of the conversion, shall execute and deliver all proper deeds, assignments, confirmations, and assurances in law, and do all acts proper to vest, perfect, and confirm title to such property or rights in the Resulting Entity, and otherwise carry out the provisions hereof.

**III.  
CONVERSION OF INTERESTS**

**A. Conversion of Shareholders Interests to Common Stock.** Pursuant to the PLAN OF CONVERSION described in Article I above, on the effective date of this PLAN OF CONVERSION, all of the shareholder common stock interests in the Converting Entity shall be converted to shareholder common stock interests in the Resulting Entity as set forth above. The shares issued as a result of this conversion shall be considered for all purposes to be the same ownership interest as the interests from which they are derived.

**B. Common Stock in the Resulting Entity.** The shares of common stock in the Resulting Entity acquired hereunder shall be subject to the terms and conditions of the Articles of Incorporation and Bylaws governing the operation and management of the Resulting Entity.

IV.  
**ARTICLES OF INCORPORATION**

The Articles of Incorporation and Bylaws of the Resulting Entity shall constitute the constituent documents of the Resulting Entity.

V.  
**EXPENSES**

The Converting Entity shall pay all costs and expenses of the conversion.

VI.  
**MISCELLANEOUS**

A. **Execution/Electronic Signature.** The undersigned's electronic signature to this PLAN OF CONVERSION shall be as binding as its original signature hereto for all purposes; and the copy of the undersigned's signature to this PLAN OF CONVERSION delivered by facsimile, e-mail, or such other electronic means shall be as binding and enforceable as the undersigned's original signature hereto.

B. **Binding Effect.** This PLAN OF CONVERSION shall be binding upon and shall inure to the benefit and detriment of the undersigned and its successors, and assigns.

Dated this 20th day of February, 2025.

INKED PLAYMATS CORP.,  
an Oregon corporation

By: Thomas Pool  
Thomas Pool, President.