



State of Rhode Island
Department of State - Business Services Division

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Application for Certificate of Conversion to a Non-Rhode Island Entity

DOMESTIC Business Corporation, Limited Partnership or Limited Liability Company

→ Filing Fee: \$50.00

Pursuant to the applicable provisions of RIGL 7-1.2-1008(c), 7-13-8.2(d) and 7-16-5.2(e), the undersigned submits the following Certificate of Conversion for the purpose of converting to a Non-Rhode Island entity:

1. Entity ID Number: 001701020		2. The full name of the converting entity is: Soilless LLC	
3. It is formed under the state of: RHODE ISLAND		4. The date of formation is: October 16, 2019	
5. The jurisdiction to which the entity is converting: Texas			
6. The structure of the converted entity will be: CHECK ONE BOX ONLY			
<input type="checkbox"/> Business Corporation <input type="checkbox"/> Partnership (General, Limited or Limited Liability) <input checked="" type="checkbox"/> Limited Liability Company <input type="checkbox"/> Sole Proprietorship <input type="checkbox"/> "Other Entity"			
7. The name of the entity following the conversion is: Soilless LLC			
8. This conversion has been approved in the manner provided for in RIGL <u>7-1.2-1008</u> , <u>7-13-8.2</u> , and <u>7-16-5.2</u> .			
9. The converting entity revokes the authority of its registered/resident agent in this state to accept service of process, and consents that service of process in any action, suit, or proceeding based upon any cause of action arising in this state during the time the entity was authorized to transact business in this state may subsequently be made on the entity by service thereof on the Secretary of State of the State of Rhode Island, to which the converting entity irrevocably appoints the Secretary of State as its agent to accept such service of process.			
10. The address to which the Secretary of State may mail a copy of any process against the entity that is served on the Secretary of State: 7320 Muffin Drive, Austin TX, 78724			

MAIL TO:
 Division of Business Services
 148 W. River Street, Providence, Rhode Island 02904-2615
 Phone: (401) 222-3040
 Website: www.sos.ri.gov

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11. Date when this Certificate of Conversion will be effective: CHECK ONE BOX ONLY	
<input type="checkbox"/> Date received (Upon filing) <input checked="" type="checkbox"/> Later effective date <u>December 31, 2020</u>	
12. Fees and taxes paid: The corporation or limited liability company certifies that it has no outstanding tax obligations. As required by RIGL § 7-1.2-1309 and RIGL § 7-16-8, the corporation or limited liability company has paid all fees and taxes. Note: Tax status can be verified at taxportal.ri.gov . If the entity is a limited partnership, the original Letter of Good Standing issued by the RI Division of Taxation is attached hereto.	
<i>Under penalty of perjury, we declare and affirm that we have examined this Certificate of Conversion, including any accompanying attachments, and that all statements contained herein are true and correct.</i>	
Type or Print Name of Converting Entity Soilless LLC	
Type or Print Name of Person Signing Westen Johnson	Title of Person Signing Managing Member
Signature <u>Westen Johnson</u> Westen Johnson (Dec 15, 2020 14:54 CST)	Date Dec 15, 2020
Type or Print Name of Person Signing Julie Joo	Title of Person of Signing Managing Member
Signature <u>Julie Joo</u> Julie Joo (Dec 16, 2020 11:50 CST)	Date Dec 16, 2020

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.



State of Rhode Island
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island,
hereby certify that this document, duly executed in accordance with the provisions
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this

office on this day:

December 28, 2020 03:31 PM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea".

Nellie M. Gorbea
Secretary of State

