
	Secretary of State Articles of Incorporation with Statement of Conversion – Foreign Entity to a California Stock Corporation	CONV FE-GS	For Office Use Only -FILED- File No.: 6521568 Date Filed: 1/1/2025
			This Space For Office Use Only
Filing Fee – \$150.00 Certification Fee (Optional) – \$5.00 Note: Most corporations have to pay a minimum \$800 tax to the California Franchise Tax Board each year. For more information, go to https://www.ftb.ca.gov .			

- 1. Name of Converted California Corporation** (Go to www.sos.ca.gov/business/be/name-reservations for general corporate name requirements and restrictions.)

The name of the converted California corporation is R&K PORTFOLIO CORPORATION

- 2. Business Addresses of the Converted California Corporation** (Enter the **complete** business addresses.)

a. Initial Street Address of Corporation - Do not list a P.O. Box. 40101 Monterey Ave., B1-206	City (no abbreviations) Rancho Mirage	State CA	Zip Code 92270
b. Initial Mailing Address of Corporation, if different than item 2a.	City (no abbreviations)	State	Zip Code

- 3. Service of Process** (Must provide either Individual OR Corporation.)

INDIVIDUAL – Complete Items 3a and 3b only. Must include agent's full name and California street address.

a. California Agent's First Name (if agent is not a corporation). Karola	Middle Name Kristina	Last Name Rietz	Suffix
b. Street Address (if agent is not a corporation) - Do not enter a P.O. Box. 40101 Monterey Ave., B1-206	City (no abbreviations) Rancho Mirage	State CA	Zip Code 92270

CORPORATION – Complete Item 3c. Only include the name of the registered agent Corporation.

- c. California Registered Corporate Agent's Name (if agent is a corporation) – Do not complete Item 3a or 3b.

- 4. Shares** (Enter the **number of shares** the corporation is authorized to issue. Do not leave blank or enter zero (0).)

This corporation is authorized to issue only one class of shares of stock.

The total number of shares which this corporation is authorized to issue is 25,000

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**Articles of Incorporation with Statement of Conversion
Foreign Entity to a California Stock Corporation
(Page 2 of 2)**

5. Purpose Statement (Do not alter the Purpose Statement)

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

6. Statement of Conversion for Foreign Entity

6a. The name of the converting foreign entity is R&K PORTFOLIO CORPORATION

It is a corporation

Type of foreign entity

formed in Nevada

Jurisdiction of organization of converting foreign entity

6b. The foreign entity's California Secretary of State Entity Number (if qualified) is _____

6c. The foreign entity is authorized to effect the conversion by the laws under which it is formed, and it has approved a plan of conversion or other instrument to effect the conversion as required by the laws under which it is formed. The conversion has been approved by the number or percentage of applicable holders of interest of the foreign entity as is required by the laws under which it is formed.

7. Sign Below. Do not use computer generated signature.

Additional article provisions set forth on attached pages, if any, are incorporated herein by reference and made part of this Form CONV FE-GS. (All attachments should be 8 1/2 x 11, one-sided, legible and clearly marked as an attachment to this Form CONV FE-GS.)

K.K. Rietz

Signature of Authorized Person as Incorporator

KAROLA KRISTINA RIETZ

Type or Print Name

Signature of Authorized Person as Incorporator

Type or Print Name

**ATTACHMENT TO ARTICLES OF INCORPORATION
WITH STATEMENT OF CONVERSION**

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law. Any repeal or modification of the foregoing statement shall not adversely affect any rights or protections to which the corporation's directors were entitled prior to such repeal or modification.

The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) for breach of duty to the corporation and its stockholders through bylaw provisions or through agreements with the agents, or both, in excess of the indemnification otherwise permitted by Section 317 of the California Corporations Code, subject to the limits on such excess indemnification set forth in Section 204 of the California Corporations Code. Any repeal or modification of the foregoing statement shall not adversely affect any rights or protections to which the corporation's agents were entitled prior to such repeal or modification.

A future filing date of January 1, 2025, is requested.