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**-FILED-**

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**ARTICLES OF INCORPORATION with STATEMENT OF C**  
**CALIFORNIA GENERAL PARTNERSHIP**  
**TO A**  
**CALIFORNIA PROFESSIONAL CORPORATION**

**ARTICLE I**

**Name Of Converted California Professional Corporation**

The name of the converted California professional corporation shall be Spatafore & Grant PC (the "Corporation").

**ARTICLE 2**

**Business Addresses of the Converted California Corporation**

The initial street and mailing address of the Corporation is:

753 Pacific Street  
San Luis Obispo, CA 93401

**ARTICLE 3**

**Service of Process**

The name and address of the Corporation's initial agent for service of process is:

Beth A. Marino, Esq.  
1315 Santa Rosa Street  
San Luis Obispo, California 93401

**ARTICLE 4**

**Shares**

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 100,000.

**ARTICLE 5**

**Purpose Statement**

The purpose of this Corporation is to engage in the profession of law and any other lawful activities (other than the banking or trust company business) not prohibited to a corporation engaging in such profession by applicable laws and regulations. This corporation is a professional corporation within the meaning of California Corporations Code section 13400 et seq.

**ARTICLE 6****Statement of Conversion for California General Partnership**

The name of the converting California general partnership is: Spatafore & Grant. The general partnership's California Secretary of State Entity Number is 302021075005. The principal terms of the plan of conversion were approved by a unanimous vote of the partners, which equaled or exceeded the vote required under California Corporations Code section 16903.

**ARTICLE 7****Shareholder Restrictions**

As a law corporation, except as provided in Sections 13403 and 13406 of the Corporations Code, each director, shareholder, and each officer of the Corporation shall be a licensed person as defined in the Professional Corporation Act, or a person licensed to render the same professional services in the jurisdiction or jurisdictions in which the person practices.

**ARTICLE 8****Liability**

The liability of the directors of the Corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

**ARTICLE 9****Indemnification**

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 shareholders through bylaw provisions, agreements with agents, vote of shareholders or disinterested directors, or otherwise, to the fullest extent permissible under California law.

IN WITNESS WHEREOF, the undersigned partners, being all of the partners of the partnership, declare under penalty of perjury that the contents of this document are true.

Dated: December 20, 2024

  
JOHN A. SPATAFORE

  
DOROTHY R. GRANT

**ATTACHMENT TO  
ARTICLES OF INCORPORATION with STATEMENT OF CONVERSION –  
CALIFORNIA GENERAL PARTNERSHIP  
TO A  
CALIFORNIA PROFESSIONAL CORPORATION**

**Name of converting entity:** Spatafore & Grant

**Name of converted California professional corporation:** Spatafore & Grant PC

**Secretary of State Entity Number:** none (converting entity is an unregistered general partnership)

This conversion will have an effective date of 01/01/2025.

4919-0041-7289, v. 1

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