

FORM X-10
7/2017Nonrefundable Filing Fee: \$100.00
*Nonprofit: \$50.00

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
335 Merchant Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810
Phone No. (808) 586-2727



FILED 05/02/2021 08:59 AM
Business Registration Division
DEPT. OF COMMERCE AND
CONSUMER AFFAIRS
State of Hawaii



ARTICLES OF CONVERSION

(Section 414-272, 415A-16.6, 414D-202, 425-192, 425E-1102, 428-802.5, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, submitting these Articles of Conversion, certify as follows:

1. The converting (original) entity was (check one):

- ☐ Profit Corp. ☐ Professional Corp. ☐ Nonprofit Corp. ☐ General Partnership ☐ Limited Partnership
☒ LLC ☐ LLP (If LLP must also check General Partnership) ☐ LLLP

2. The name and state/country of incorporation/formation/organization or qualification of the converting entity was:

Chacah Broadcasting Network LLC

(Type/Print Entity Name)

Hawaii

(State or Country)

3. The converted (new) entity is (check one):

- ☐ Profit Corp. ☐ Professional Corp. ☒ Nonprofit Corp. ☐ General Partnership ☐ Limited Partnership
☐ LLC ☐ LLP (If LLP must also check General Partnership) ☐ LLLP

4. The name and state/country of incorporation/formation/organization or qualification of the converted entity is:

Chacah Broadcasting Network

(Type/Print Entity Name)

Hawaii

(State or Country)

T.R.

5. The Plan of Conversion has been approved in accordance with Section 414-271, 415A-16.5, 414D-202, 425-192, 425E-1102, 428-802.5, as applicable.

6. An executed Plan of Conversion is on file at the principal place of business of the converting entity whose address is:

92-1715 Princess Kaiulani Blvd, Building C, Ocean View, HI 96737

7. A copy of the Plan of Conversion shall be furnished by the converting entity prior to the conversion or by the converted entity after the conversion on written request and without cost, to any shareholder, partner, member, or owner of the converting entity or the converted entity.

8. Complete the applicable section. The Plan of Conversion was approved by the converting entity as follows:

A. By vote of the shareholders of the converting domestic profit/professional corporation:

Number of Shares Outstanding	Class/Series	Number of Shares Voting For Conversion	Number of Shares Voting Against Conversion

OR

B. By vote of the converting domestic limited liability company:

Total Number of Authorized Votes	Number of Votes For the Conversion	Number of Votes Against the Conversion
3	3	0

OR

- C. ☐ The converting entity was a foreign profit corporation, a foreign limited liability company, a foreign limited partnership, a foreign limited liability limited partnership, a domestic or a foreign general partnership, or a domestic or foreign limited liability partnership. The approval of the Plan of Conversion was duly authorized and complied with the laws under which the converting entity was incorporated, formed, organized, or qualified.

OR

- D. ☐ The converting entity was a domestic limited partnership or a domestic limited liability limited partnership and that a majority of the general partners have agreed to the conversion.

9. The conversion is effective on the date and time of filing the Articles of Conversion or at a later date and time, no more than 30 days after the filing. If so stated. Check one of the following statements:

☒ Conversion is effective on the date and time of filing the Articles of Conversion.

☐ Conversion is effective on _____, at _____ m., Hawaiian Standard Time, which date is not later than 30 days after the filing of the Articles of Conversion.

I/we certify under the penalties of Section 414-20, 415A-25, 414D-12, 425-13, 425-172, 425E-208, and 428-1302, Hawaii Revised Statutes, as applicable, that I/we have read the above statements, I/we are authorized to sign this Articles of Conversion, and that the above statements are true and correct.

Signed this 19th day of April, 2021

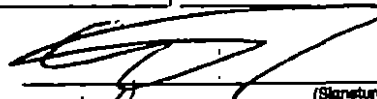

Tim S. Reed Manager

(Type/Print Name & Title)

Lorraine A. Gibson Manager

(Type/Print Name & Title)

T.R.


(Signature)

(Signature)

SEE INSTRUCTIONS ON REVERSE SIDE. The articles must be signed by an officer, partner, or other duly authorized representative of the converting entity.

www.BusinessRegistrations.com

Nonrefundable Filing Fee \$25.00

FORM DNP-1
7/2010

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
335 Merchant Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810
Phone No. (808) 586-2727

**ARTICLES OF INCORPORATION**

(Section 414D-32, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, desiring to form a nonprofit corporation under the laws of the State of Hawaii, certify as follows:

The name of the corporation shall be:

Chacah Broadcasting Network

T.R.

II

The mailing address of the corporation's initial principal office is:

P.O. Box 6723, Ocean View, HI 96737-6723

III

The corporation shall have and continuously maintain in the State of Hawaii a registered agent who shall have a business address in this State. The agent may be an individual who resides in this State, a domestic entity or a foreign entity authorized to transact business in this State.

a.

The name (and state or country of incorporation, formation or organization, if applicable) of the corporation's registered agent in the State of Hawaii is:

Timothy Shawn Reed

(Name of Registered Agent)

Hawaii

(State or Country)

b.

The street address of the place of business of the person in State of Hawaii to which service of process and other notice and documents being served on or sent to the entity represented by it may be delivered to is:

92-1715 Princess Kalulani Blvd, Building C, Ocean View, HI 96737-6723

IV

The names and address of each Incorporator, Officer and Director are:

Name

Address

Timothy Shawn Reed, President, DirectorPo Box 6723, Ocean View, HI 96737-6723Kathyrine Elizabeth Reed, Vice President, Secretary, DirectorPo Box 6723, Ocean View, HI 96737-6723Lorraine Ann Gibson, Vice President, Treasurer, DirectorPo Box 7205, Ocean View, HI 96737-7105

P.O. Box

T.R.

V

Please check one:

- ☒ The corporation has members.
- ☐ The corporation has no members.

VI

The corporation is nonprofit in nature and shall not authorize or issue shares of stock. No dividends shall be paid and no part of the income or profit of the corporation shall be distributed to its members, directors, or officers, except for services actually rendered to the corporation, and except upon liquidation of its property in case of corporate dissolution.

The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements, that I/we are authorized to sign this Articles of Incorporation, and that the above statements are true and correct.

Signed this 19th day of April, 2021Timothy Shawn ReedLorraine Ann Gibson

(Type/Print Name of Incorporator)

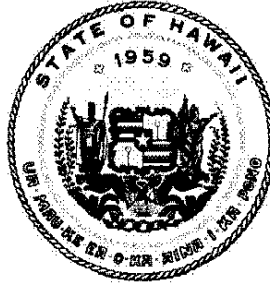
(Type/Print Name of Incorporator)

(Signature of Incorporator)

(Signature of Incorporator)

Kathyrine Elizabeth ReedKathyrine E. Reed
Signature

SEE INSTRUCTIONS PAGE. The articles must be signed by at least one individual (incorporator).



Department of Commerce and Consumer Affairs

CERTIFICATE OF CONVERSION

I, CATHERINE P. AWAKUNI COLÓN, Director of Commerce and Consumer Affairs of the State of Hawaii, do hereby certify that pursuant to the Articles of Conversion of CHACAH BROADCASTING NETWORK LLC, a Hawaii limited liability company, filed in this department on May 2, 2021, in accordance with the Hawaii Revised Statutes, CHACAH BROADCASTING NETWORK LLC, is hereby converted to CHACAH BROADCASTING NETWORK, a Hawaii nonprofit corporation, and that the conversion became effective on May 2, 2021 at 8:59 a.m.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Department of Commerce and Consumer Affairs, at Honolulu, State of Hawaii, this 2nd day of May, 2021.

Catherine P. Awakuni Colón

Director of Commerce and Consumer Affairs

