

417465

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

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200438281182

Conversion

FILED

2024 OCT 28 AM 9:11

RECEIVED

2024 OCT 28 PM 1:19

FILED

A. RAMSEY
OCT 29 2024

CT CORP
(850) 656-4724
3458 Lakesore Drive
Tallahassee, FL 32312

1

Date: 10/28/2024

Acc#I20160000072

en: c SW

Name:	BADIA SPICES, INC.
Document #:	
Order #:	15942197

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
Certified Copy of	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
		Number of Certs:	

Filing: <input checked="" type="checkbox"/>	Certified: <input checked="" type="checkbox"/>
	Plain: <input type="checkbox"/>
	COGS: <input type="checkbox"/>

Email Address for Annual Report Notifications:

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ **43.75**

Thank you!

FILED

2024 OCT 28 AM 9:11

CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

Articles of Conversion
For
Florida Profit Corporation
Into a
Non-Florida Business Entity

The Articles of Conversion are submitted to convert the following **Florida Profit Corporation into an a** business entity formed under the laws of another jurisdiction in accordance with s. 607.11933, Florida Statutes.

1. The name of the Florida Profit Corporation converting into the (converted) resulting business entity is:
Badia Spices, Inc.

Enter Name of Florida Profit Corporation

2. The name of the resulting business entity is:

Badia Spices LLC

Enter Name of (Converted) Resulting Business Entity

3. The (converted) resulting entity is a **limited liability company**
(Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of **Delaware**
(Enter state, or if a non-U.S. entity, the name of the country)

4. The above referenced Florida Profit Corporation has converted into another business entity in compliance with Chapter 607, F.S.


5. The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, F.S.

Pursuant to s. 607.11933(4)(6) F.S. The conversion becomes effective at the later of:

1. The date and time provided by the organic law of the (converted) resulting entity; or
2. When the articles of conversion take effect.

Signed this **28th** day of **October** 20**24**

Signature:

Dec. signed by:

578A8F231C964C9

(Must be signed by a Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: **Joseph A. Badia** Title: **President**

Fees: Filing Fee: \$35.00
Certified Copy: \$8.75 (Optional)
Certificate of Status: \$8.75 (Optional)

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND
CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "BADIA SPICES
LLC" FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF OCTOBER,
A.D. 2024, AT 8:49 O'CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

5738460 8100F
SR# 20244052585

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 204729773
Date: 10-28-24

CERTIFICATE OF FORMATION

OF

BADIA SPICES LLC

This Certificate of Formation of Badia Spices LLC is being duly executed and filed by Joseph A. Badia, as an authorized person, in order to form a limited liability company pursuant to the provisions of the Delaware Limited Liability Company Act (*6 Del. C. ' 18-201, et seq.*), hereby certifies:

FIRST: The name of the limited liability company is:

BADIA SPICES LLC

SECOND: The address of the limited liability company's initial registered office in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801.

THIRD: The name and address of the limited liability company's initial registered agent for service of process in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801.

FOURTH: The limited liability company shall have perpetual existence, unless earlier dissolved pursuant to the Delaware Limited Liability Company Act, this Certificate of Formation, or the limited liability company agreement among its member(s).

IN WITNESS WHEREOF, the undersigned authorized person has executed this Certificate of Formation, and hereby affirms, under the penalties of perjury, that, to the best of his knowledge and belief, the facts stated herein are true, as of this 28th day of October, 2024.

/s/ Joseph A. Badia

Name: Joseph A. Badia

Title: Authorized Person

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A FLORIDA CORPORATION UNDER THE NAME OF 'BADIA SPICES, INC.' TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BADIA SPICES, INC." TO "BADIA SPICES LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 2024, AT 8:49 O'CLOCK A.M.



5738460 8100F
SR# 20244052585

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read 'JBullock', is written over a horizontal line. Below the line, the text 'Jeffrey W. Bullock, Secretary of State' is printed.

Authentication: 204729773

Date: 10-28-24

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:49 AM 10/28/2024
FILED 08:49 AM 10/28/2024
SR 20244052585 - File Number 5738460

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
DELAWARE LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 18-214 OF
THE DELAWARE LIMITED LIABILITY COMPANY ACT

1. The jurisdiction where the corporation was first formed is Florida
and the date the corporation first formed is January 26, 1973.
2. The jurisdiction immediately prior to filing this Certificate is Florida.
3. The name of the corporation immediately prior to filing this Certificate is
Badia Spices, Inc.
4. The name of the limited liability company as set forth in the Certificate of
Formation is Badia Spices LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the
28th day of October, A.D. 2024.

By: /s/ Joseph A. Badia
Authorized Person

Name: Joseph A. Badia
Print or Type