

FU8 0000 32-34

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : CAPITOL SERVICES, INC.
Account Number : I20160000017
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Fax Number : (800)432-3622

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
LANTMANNEN UNIBAKE USA, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing Menu

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COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: LANTMANNEN UNIBAKE USA, INC.

Name of Corporation

DOCUMENT NUMBER: F08000003234

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Uriel A. Mendieta, Esq.

Name of Contact Person

Hunton Andrews Kurth LLP

Firm/Company

333 S.E. 2nd Ave., Suite 2400

Address

Miami, FL 33131

City/State and Zip Code

mendietau@hunton.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Uriel A. Mendieta, Esq.

at (305) 536 2729

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35 Filing Fee☐ \$43.75 Filing Fee &
Certificate of Status☐ \$43.75 Filing Fee &
Certified Copy☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy**Mailing Address:**Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314**Street Address:**Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

2023 JUL 10 PM 1:35

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F08000003234

(Document number of corporation (if known))

1. LANTMANNEN UNIBAKE USA, INC.

(Name of corporation as it appears on the records of the Department of State)

2. Illinois

(Incorporated under laws of)

3. 07/22/2008

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? _____

5. _____
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation).

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida) _____

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Delaware

(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the names of the new registered agent and/or the new registered office address:

Name of New Registered Agent _____

(Florida street address)

New Registered Office Address: _____

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove

2023 JUL 10 09:25

Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

 (Signature of a director, president or other officer, if in the hands of
 a receiver or other court appointed fiduciary, by that fiduciary)

SARAH MCGEEHAN RAYMOND
 (Typed or printed name of person signing)

SECRETARY
 (Title of person signing)

FILING FEE \$35.00

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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 AN ILLINOIS CORPORATION
UNDER THE NAME OF "LANTMANNEN UNIBAKE USA, INC." TO A DELAWARE
CORPORATION, FILED IN THIS OFFICE ON THE SIXTH DAY OF JULY, A.D.
2023, AT 4:52 O'CLOCK P.M.



7552961 8100F
SR# 20232936329

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 in a small font.

Authentication: 203704289
Date: 07-07-23

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE CORPORATION
TO A DELAWARE CORPORATION
PURSUANT TO SECTION 265 OF THE
DELAWARE GENERAL CORPORATION LAW

- 1.) The jurisdiction where the Non-Delaware Corporation first formed is Illinois.
- 2.) The jurisdiction immediately prior to filing this Certificate is Illinois.
- 3.) The date the Non-Delaware Corporation first formed is August 10, 1995.
- 4.) The name of the Non-Delaware Corporation immediately prior to filing this Certificate is LANTMANNEN UNIBAKE USA, INC.
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is LANTMANNEN UNIBAKE USA, INC.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Non-Delaware Corporation have executed this Certificate on the 26 day of June, A.D. 2023.

By: 

Name: Steen H. Rasmussen
Print or Type

Title: Secretary
Print or Type

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:52 PM 07/06/2023
FILED 04:52 PM 07/06/2023

SR 20231936279 - File Number 7352961

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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 INCORPORATION OF
"LANTMANNEN UNIBAKE USA, INC." FILED IN THIS OFFICE ON THE
SIXTH DAY OF JULY, A.D. 2023, AT 4:52 O'CLOCK P.M.***



7552961 8100F
SR# 20232936329

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 in a small font.

Authentication: 203704289
Date: 07-07-23

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**STATE of DELAWARE
CERTIFICATE of INCORPORATION
A STOCK CORPORATION**

• **First:** The name of this Corporation is LANTMANNEN UNIBAKE USA, INC.

• **Second:** Its registered office in the State of Delaware is to be located at
919 North Market St. #950 Street, in the City of Wilmington
County of New Castle Zip Code 19801

The registered agent in charge thereof is InCorp Services, Inc.

Third: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

• **Fourth:** The amount of the total stock of this corporation is authorized to issue is
1,000,000 shares (number of authorized shares) with a par value of
1.00 per share.

• **Fifth:** The name and mailing address of the incorporator are as follows:

Name Steen H. Rasmussen
Mailing Address 1927 4th Ave. South, St. Petersburg
FL 33712 Zip Code FL 33712

• **I, The Undersigned,** for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this
26 day of June, A.D. 2023.

BY: 

(Incorporator)

NAME: Steen H. Rasmussen

(type or print)

State of Delaware

Secretary of State

Division of Corporations

Delivered 04:52 PM 07/06/2023

FILED 04:52 PM 07/06/2023

SH 20231936729 - File Number 7552961