

LOG 0000048710

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

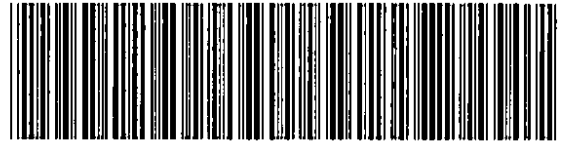
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Conversion

JAN 30 2020

D CUSHING

FROM: David Needler
c/o Phillip B Leiser Esq
The Leiser Law Firm
1750 Tysons Boulevard/ #1500
McLean VA 22102
E: sweetofficellc@gmail.com

TO: Florida Division of Corporations
Registration Section
PO Box 6327
Tallahassee FL 32314

DATE: December 24, 2019

SUBJECT: Sweet Office LLC (L06000048710) – Convert out of Florida; enclosures.

Pursuant to Florida Statutes 605.1045, please find enclosed Articles of Conversion and a Plan of Conversion, as well as related fees, for the purpose of converting Florida limited liability company Sweet Office LLC into a “Converted or Other Business Entity” re-domesticating outside of Florida.

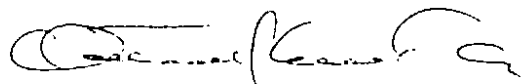
For all communications concerning this matter, please:

Address postal mailers to:	Send email to:	Phone to:
Phillip B Leiser Esq	David Needler	David Needler
The Leiser Law Firm	sweetofficellc@gmail.com *	954-895-9290 *
1750 Tysons Boulevard/ #1500	* and use for any notices.	* will not accept text messages.
McLean VA 22102		

Please accept an enclosed \$25.00 USPS money order payable to the “Florida Department of State” in payment of the filing fee.

To the extent practicable, please also send correspondence to the email address sweetofficellc@gmail.com, so as to expedite communications.

Thank you for your time and assistance.



David Needler
Managing Member, Sweet Office LLC (FL)

ARTICLES OF CONVERSION
FOR A
FLORIDA LIMITED LIABILITY COMPANY
INTO A
CONVERTED OR OTHER BUSINESS ENTITY

NOTED 30 DEC 2019

These Articles of Conversion, pursuant to F.S. 605.1045, shall have the effect of converting the below named Florida Limited Liability Company into a Converted or Other Business Entity:


1. The name of the Florida Limited Liability Company converting into the Converted or Other Business Entity is: Sweet Office LLC.
2. The name of the Converted or Other Business Entity is: Sweet Office LLC.
3. The Converted or Other Business Entity is a limited liability company organized under the laws of Virginia.
4. The plan of conversion is approved by the converting Florida Limited Liability Company in accordance with F.S. Chapter 605.
5. This conversion shall be effective in Florida on: December 31, 2019.
6. The Converted or Other Business Entity shall be an out-of-state entity not registered to transact business in Florida, and pursuant to F.S. 605.0117 and Chapter 48, process served on the Florida Department of State may be sent to:

Street Phillip B Leiser Esq
Address The Leiser Law Firm
1750 Tysons Boulevard
#1500
McLean VA 22102

Mailing Phillip B Leiser Esq
Address The Leiser Law Firm
1750 Tysons Boulevard
#1500
McLean VA 22102

7. The Converted or Other Business Entity, pursuant to F.S. 605.1006 and 605.1061-605.1072, has agreed to pay members having appraisal rights amounts to which such members are entitled.

Signed this 24th day of December, 2019.

Signature: 

Printed: David Needler

Title: Managing Member, Sweet Office LLC (Lo6000048710)

PLAN OF CONVERSION
FOR A
FLORIDA LIMITED LIABILITY COMPANY
INTO A
“CONVERTED OR OTHER BUSINESS ENTITY”

WHEREAS Sweet Office LLC, a Florida limited liability company with document number LO6000048710 (SWEET OFFICE FL) plans to convert into a Virginia limited liability company, with approval by the managing member of SWEET OFFICE FL; and

WHEREAS the Florida Revised Limited Liability Company Act (Florida Statutes Title XXXVI, Chapter 605) (FL-RLLCA) requires that Articles of Conversion for a Florida Limited Liability Company into “Converted or Other Business Entity” (ARTICLES OF CONVERSION) be filed to effectuate re-domestication out of state; and

WHEREAS FL-RLLCA requires SWEET OFFICE FL to adopt a plan of conversion (PLAN);

NOW, THEREFORE, SWEET OFFICE FL hereby sets forth the details for such conversion to Sweet Office LLC, a Virginia limited liability company (SWEET OFFICE VA) in this PLAN:

1. Agreement. SWEET OFFICE FL does hereby agree to convert into a Virginia limited liability company (CONVERSION) to be known as Sweet Office LLC, and to perform such acts and execute such documents requisite or convenient to effectuate such CONVERSION, including but not limited to execution of ARTICLES OF CONVERSION.
2. Conversion. Upon ARTICLES OF CONVERSION being filed with and accepted by the Florida Department of State (FL DOS), SWEET OFFICE FL shall be converted to SWEET OFFICE VA pursuant to the Virginia Limited Liability Company Act (Code of Virginia Title 13.1, Chapter 12).
3. Composition. The composition and number of members and managers, and ownership interest of each owner, shall remain constant from converting entity SWEET OFFICE FL, through conversion and re-domestication, to domesticated entity SWEET OFFICE VA.

4. Amendment. This PLAN may be amended prior to filing ARTICLES OF CONVERSION with FL DOS or upon any requirement imposed thereby.

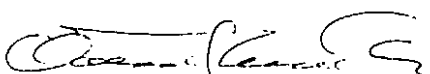
5. Assignment and Assumption of Assets and Liabilities. Effective upon the consummation date of CONVERSION, all assets, liabilities and obligations shall be transferred from SWEET OFFICE FL and assigned to SWEET OFFICE VA, and SWEET OFFICE FL shall thereafter be terminated and dissolved by act of FL DOS.

6. Taxpayer Identification Number. Notwithstanding the foregoing, CONVERSION shall not have the effect of terminating the company for tax purposes; appropriate forms shall be filed to transfer the SWEET OFFICE FL taxpayer identification number to SWEET OFFICE VA.

7. Business of Company. The business of the company, subsequent to CONVERSION, shall continue on under governing Virginia law, in accordance with Virginia Limited Liability Company Articles of Domestication and Amended and Restated Articles of Organization, and any operating agreement in effect at such time.

IN WITNESS WHEREOF, the undersigned has executed this PLAN agreement:

Signed this 24th day of December, 2019.

Signature: 

Printed: David Needler

Title: Managing Member, Sweet Office LLC