

LUL0000115086

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

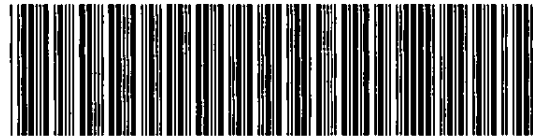
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. BRUCE

OCT 9 2012

EXAMINER



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 2, 2012

RYAN BENSON  
1289 CLINT MOORE ROAD  
BOCA RATON, FL 33487

SUBJECT: SAB SYSTEMS, LLC  
Ref. Number: L06000115086

We have received your document for SAB SYSTEMS, LLC and your check(s) totaling \$30.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Deborah Bruce  
Regulatory Specialist II

Letter Number: 712A00024454

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TALLAHASSEE, FLORIDA

**COVER LETTER**

TO: Registration Section  
Division of Corporations

SUBJECT: SAB SYSTEMS LLC  
(Name of Limited Liability Company)

The enclosed Articles of Dissolution and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

RYAN M BENSON

(Name of Person)

RMB INDUSTRIES INC.

(Firm/Company)

1289 CLINTMOORE ROAD

(Address)

BOCA RATON, FL 33487

(City/State and Zip Code)

For further information concerning this matter, please call:

RYAN M BENSON

(Name of Person)

at 561 300-9021

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☒ \$30.00 Filing Fee &  
Certificate of Status

☐ \$55.00 Filing Fee &  
Certified Copy  
(additional copy is enclosed)

☐ \$60.00 Filing Fee,  
Certificate of Status &  
Certified Copy  
(additional copy is enclosed)

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET/COURIER ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FOR  
A LIMITED LIABILITY COMPANY

1. The name of a limited liability company is

SAB SYSTEMS LLC

2. The Articles of Organization were filed on DECEMBER 1, 2006 and assigned document number  
LO6000115086

3. The date the dissolution was approved: MARCH 15, 2011

4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section  
608.441, Florida Statutes, (copy 608.441 on back cover letter).

WRITTEN CONSENT OF MEMBER

5. CHECK ONE:

☒ All debts, obligations and liabilities of the limited liability company have been paid or discharged.

-OR-

☐ Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421.

6. All remaining property and assets have been distributed among its members in accordance with their respective  
rights and interests.

7. CHECK ONE:

☒ There are no suits pending against the company in any court.

-OR-

☐ Adequate provision has been made for the satisfaction of any judgment, order or decree which may be  
entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature

Ryan M Benson  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Printed Name

RYAN M BENSON  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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TALLAHASSEE, FLORIDA

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APPROVED  
AND  
FILED

FILING FEE: \$25.00

**WRITTEN CONSENT  
OF THE SOLE MEMBER AND MANAGER OF SAB SYSTEMS, LLC**

The undersigned, being the sole Member and Manager of SAB Systems LLC, a Florida limited liability company, does hereby adopt the following resolutions and takes the following actions by written consent:

**WHEREAS**, the Member and Manager of the Company has determined it to be in the best interest of the Company to dissolve;

**NOW THEREFORE BE IT RESOLVED**, that the Company shall execute those documents necessary to cause its dissolution with the Florida Department of State, and any other necessary governmental entities, and all actions of the Manager of the Company in connection with this be and they hereby are approved, ratified and confirmed in all respects; and

**FURTHER RESOLVED**, the Member and Manager of the Company hereby approves the execution and delivery all such other documents, and the performance of any and all such acts, including the payment of necessary fees and expenses, as may be necessary or desirable in order to carry out the intent and purposes of the foregoing resolution, with such determination to be conclusively evidenced for purposes of these resolutions by the execution and delivery of any such document or instrument or the taking of any such action by the Manager of the Company

**FURTHER RESOLVED**, that all actions heretofore taken and all documents heretofore executed and delivered by the Manager of this Company, in furtherance of the foregoing resolutions, be and they hereby are ratified, confirmed and approved in all respects

Effective as of JANUARY 1, 2011

SAB Systems, LLC, a Florida limited liability company

By: RYAN BENSON  
Print Name: Ryan Benson  
Title: Manager

  
Ryan Benson  
Title: Member

Being the sole member and manager of SAB Systems, LLC

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TALLAHASSEE, FLORIDA

## Assignment of Membership Interest

FOR VALUE RECEIVED, the undersigned, SAB Systems, LLC, a Florida limited liability company ("Assignor"), hereby GRANTS, TRANSFERS, CONVEYS, PLEDGES, and ASSIGNS to RMB Industries, Inc., a Florida corporation (the "Assignee"), all of Assignor's rights, title, and interest, in and to Assignor's interest as a member of Wellness Watchers Global, LLC, a Florida limited liability company (the "Company"); including without limitation, all of Assignor's right, title and interest in and to the following ("Assignor's Interest"):

The fifty percent (50%) membership interests in the Company standing in Assignor's name on the books and records of the Company and representing one hundred percent (100%) of Assignor's right, title and interest in and to the Company, and does hereby irrevocably constitute and appoint Assignee (or its designee) as its attorney-in-fact, to transfer Assignor's Interest on the books of the Company with full power of substitution in the premises.

IN WITNESS WHEREOF, the undersigned have caused this Assignment of Membership Interest to be effective as of the 1st day of January, 2011.

SAB Systems, LLC, a Florida limited liability company

By: RYAN BENSON  
Print Name: Ryan Benson  
Title: Manager

Acceptance by Assignee:

RMB Industries, Inc., a Florida corporation

By: [Signature]  
Name: Ryan Benson  
Title: President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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