

L12000003/139

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

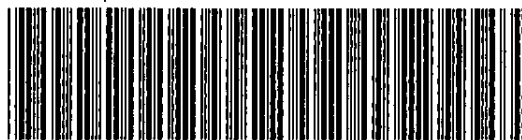
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Conversion

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900223103139

03/01/12--01025--021 **150.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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J. SAULSBERRY
EXAMINER

MAR _2_ 2012

THERREL BAISDEN, P.A.

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SUNTRUST INTERNATIONAL CENTER
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CATCHINGS THERREL (1890 - 1971)
FRED R. BAISDEN (1903 - 1971)
LEO ROSE, JR. (1917 - 1998)
FRED R. STANTON (1924-2009)

February 29, 2012

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

**Re: Lifefood Gourmet Corp - Certificate of Conversion
Lifefood Gourmet, LLC - Articles of Organization
Our File No. 209184**

Dear Sir/Madam:

Enclosed herein please find the following for filing:

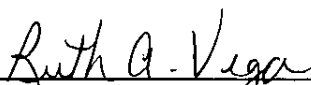
| | |
|--|------------------|
| Certificate of Conversion for Lifefood Gourmet Corp | \$ 25.00 |
| Articles of Organization for Lifefood Gourmet, LLC | |
| Filing Fee and Registered Agent Fee | <u>\$ 125.00</u> |
| Total Filing Fees | \$150.00 |

A check in the amount of \$150.00 is enclosed for the filing fees. All correspondence should be returned to the undersigned. Please feel free to call with any comments or questions. Thank you.

Sincerely,

THERREL BAISDEN, P.A.

By:


Ruth A. Vega, Legal Assistant
on behalf of Mark M. Hasner, Esq.

/rav
Enclosures

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION
FOR
LIFEFOOD GOURMET CORP
INTO
LIFEFOOD GOURMET, LLC**

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TALLAHASSEE, FLORIDA

The Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with Florida Statute Section 608.439.

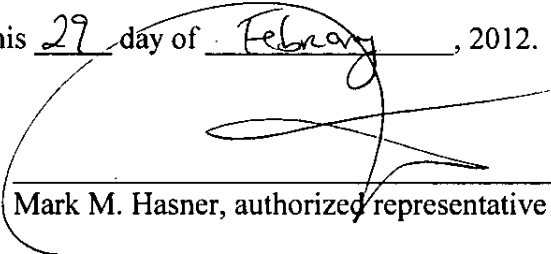
1. The name of the "Other Business Entity" immediately prior to filing of this Certificate of Conversion is LIFEFOOD GOURMET CORP

PO8000028683
3-18-2008

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Florida on March 18, 2008.

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is LIFEFOOD GOURMET, LLC.

The undersigned authorized representative of the members of LIFEFOOD GOURMET, LLC, hereby executes this Certificate of Conversion on this 29 day of February, 2012.


Mark M. Hasner, authorized representative

The undersigned Director of LIFEFOOD GOURMET CORP, hereby executes this Certificate of Conversion on this 29 day of February, 2012.


CRISTIAN GONZALEZ, Director

**ARTICLES OF ORGANIZATION
FOR
LIFEFOOD GOURMET, LLC**

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TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of the Limited Liability Company is **LIFEFOOD GOURMET, LLC**

ARTICLE II
Address

The mailing address and street address of the principal office of the Limited Liability Company is: 2333 Brickell Avenue, Apartment #605, Miami, Florida 33129

ARTICLE III
Duration

This limited liability company shall have a perpetual existence.

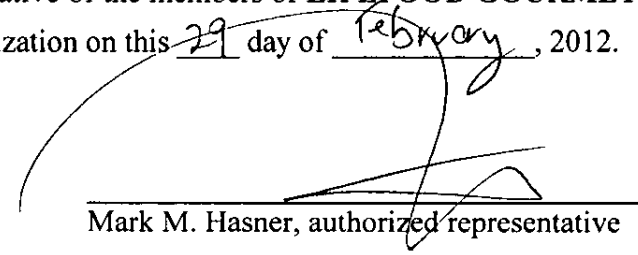
ARTICLE IV
Registered Agent

The street address of the initial registered office of the Limited Liability Company shall be Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2950, Miami, Florida 33131 and the name of the initial registered agent of the Limited Liability Company at that address is Mark M. Hasner, Esq.

ARTICLE V
Manager-Managed Company

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company.

The undersigned authorized representative of the members of **LIFEFOOD GOURMET, LLC**, hereby executes these articles of organization on this 29 day of February, 2012.



Mark M. Hasner, authorized representative

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is **LIFEFOOD GOURMET, LLC.**
2. The name and the Florida street address of the registered agent and office are:

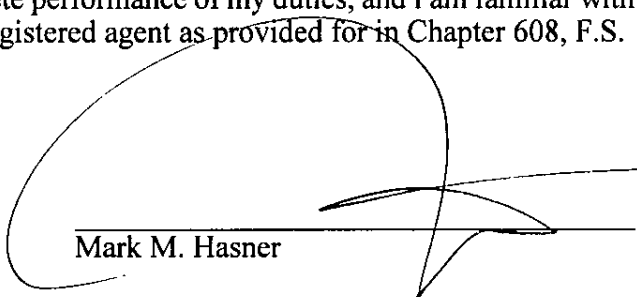
Mark M. Hasner, Esquire
Therrel Baisden, P.A.
SunTrust International Center
One S.E. 3rd Avenue, Suite 2950
Miami, Florida 33131

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TALLAHASSEE, FLORIDA

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Mark M. Hasner