

L12UUU161319

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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

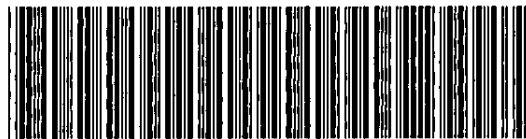
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DEC 28 2012

EXAMINER



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RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2012 DEC 27 PM 3:40  
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SUFFICIENCY OF FILING

EFFECTIVE DATE

12/30/2012

FILED  
12 DEC 27 PM 1:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



CT Corporation

515 East Park Avenue  
Tallahassee, FL 32301

850 222 1092 tel  
850 222 7615 fax  
www.ctcorporation.com

Certificate of Status-Domestic  
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Kenny Metayer  
Fulfillment Specialist - Contractor  
kenny.metayer@wolterskluwer.com

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12 DEC 27 PM 1:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

12/20/2012

(850) 245-6051.

**COVER LETTER**

TO: Registration Section  
Division of Corporations

SUBJECT: Metcalf Shell Company, LLC  
Name of Limited Liability Company

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

Please return all correspondence concerning this matter to the following:

Eric S. Wahlen

Name of Person

Metcalf Shell Company, LLC

Firm/Company

EFFECTIVE DATE 12/20/2012

1958 Monroe Dr

Address

Atlanta, GA 30324

City/State and Zip Code

wahlene@watkinsind.com

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

For further information concerning this matter, please call:

Todd Butler

Name of Person

at ( 678 ) 293-5600

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☒ \$130.00 Filing Fee &  
Certificate of Status

☐ \$155.00 Filing Fee &  
Certified Copy  
(additional copy is enclosed)

☐ \$160.00 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/Counter Address

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

12 DEC 27 PM 1:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 12/30/2012

CERTIFICATE OF CONVERSION  
METCALF SHELL COMPANY, INC.  
UNDER SECTION 608.439 OF THE  
FLORIDA LIMITED LIABILITY COMPANY ACT

FILED  
12 DEC 27 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I

Metcalf Shell Company, Inc. was first incorporated July 16, 2001 in the State of Florida.

II

901066070013

The name of the corporation immediately prior to the filing of this certificate of conversion is Metcalf Shell Company, Inc.

III

The name of the limited liability company as set forth in its articles of organization is Metcalf Shell Company, LLC.

IV

The effective date of the conversion shall be December 30, 2012.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion in accordance with Section 608.408 of the Florida Limited Liability Company Act this 21<sup>st</sup> day of December, 2012.

Member:

TAMPA MAID FOODS, LLC

By: Eric Wahlen

Eric S. Wahlen, Secretary/Treasurer  
Signing on behalf of  
Metcalf Shell Company, Inc. and  
Metcalf Shell Company, LLC.

EFFECTIVE DATE 12/30/2012

FILED  
12 DEC 27 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF  
METCALF SHELL COMPANY, LLC

ARTICLE I

NAME

The name of the limited liability company is METCALF SHELL COMPANY, LLC.

ARTICLE II

MAILING ADDRESS

The mailing address and street address of the principal office of the limited liability company is 1958 Monroe Drive, NE, Atlanta, Georgia 30324.

ARTICLE III

REGISTERED AGENT

The name of the registered agent of the limited liability company is CT Corporation System and its street address is 1200 S. Pine Island Road, Plantation, Florida 33324.

ARTICLE III

EFFECTIVE DATE

These Articles of Organization shall be effective December 30, 2012.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on behalf of said limited liability company on the 21<sup>st</sup> day of December, 2012.

Member:

TAMPA MAID FOODS, LLC

By:

Eric S. Wahlen  
Eric S. Wahlen, Secretary/Treasurer

**Registered Agent Statement**

Having been named as registered agent and to accept service of process for METCALF SHELL COMPANY, LLC at the place designated in its Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of duties as registered agent, and we are familiar with and accept the obligations of registered agent as provided for in Chapter 608, F.S.

CT CORPORATION SYSTEM

By: Michael Seraphin  
Name: Michael Seraphin Asst. Secretary  
Its: \_\_\_\_\_

Date: 12/27/12