

L12000161338

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

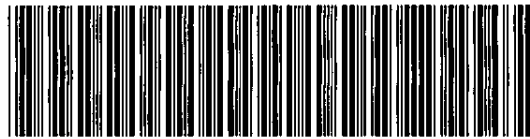
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DEC 28 2012

EXAMINER



700242685607

12/28/12--01002--003 **620.00

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2012 DEC 27 PM 3:39
PAYMENT REQUIRED
TO AVOID DELAY
SUFFICIENT FILING

EFFECTIVE DATE 12/30/2012

FILED
12 DEC 27 PM 1:36
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

December 27, 2012

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

FILED
12 DEC 27 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 8642327 SO
Customer Reference 1: None Given
Customer Reference 2: None Given

EFFECTIVE DATE 12/30/2012

Dear Department of State, Florida:

Please obtain the following:

Metcalf Shell Company, Inc. (FL)
Conversion
Florida

Cox's Wholesale Seafood, Inc. (FL)
Conversion
Florida

South Beach Seafood, Inc. (FL)
Conversion
Florida

Tampa Maid Foods, Inc. (FL)
Conversion
Florida

Metcalf Shell Company, LLC (FL)
Certificate of Status-Domestic
Florida

Cox's Wholesale Seafood, LLC (FL)
Certificate of Status-Domestic
Florida

South Beach Seafood, Inc. (FL)

(850) 245-6051.

COVER LETTER

FILED
12 DEC 27 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**TO: Registration Section
Division of Corporations**

SUBJECT: South Beach Seafood, 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

EFFECTIVE DATE 12/30/2012
~~12/26/11~~

South Beach Seafood, LLC

Firm/Company

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

EFFECTIVE DATE 12/30/2012

FILED
12 DEC 27 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION
SOUTH BEACH SEAFOOD, INC.
UNDER SECTION 608.439 OF THE
FLORIDA LIMITED LIABILITY COMPANY ACT**

P0500009436

I

South Beach Seafood, Inc. was first incorporated January 18, 2005 in the State of Florida.

II

The name of the corporation immediately prior to the filing of this certificate of conversion is South Beach Seafood, Inc.

III

The name of the limited liability company as set forth in its articles of organization is South Beach Seafood, 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 21st day of December, 2012.

Member:

TAMPA MAID FOODS, LLC

By: Eric S. Wahlen

Eric S. Wahlen, Secretary/Treasurer
Signing on behalf of
South Beach Seafood, Inc. and
South Beach Seafood, LLC.

EFFECTIVE DATE 12/30/2012

ARTICLES OF ORGANIZATION
OF
SOUTH BEACH SEAFOOD, LLC

FILED
12 DEC 27 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the limited liability company is SOUTH BEACH SEAFOOD, 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 21st 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 SOUTH BEACH SEAFOOD, 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