

L15000087698

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

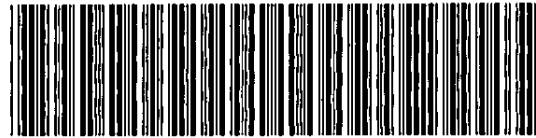
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05/13/15--01003--004 **180.00

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CONSO
15 MAY 18 PM 4:31
FILED
15 MAY 18 PM 4:58
NOT RECORDED
TO ADMINISTER
SUFFICIENCY OF FILING
TALLAHASSEE, FLORIDA
DEPT. OF STATE

T. Bush MAY 19 2015

Wolters Kluwer
• Corporate Legal Services

515 E. Park Ave., Tallahassee, FL, 32301

850-205-8842

PARADIGM BREWING COMPANY, LLC

Thank you!

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input checked="" type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	Conversion
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
Conversion Filing		
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

5/18/2015

ST

Order#:
9555704

Ref#: _____

Amount: \$ _____

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

The Articles 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 s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:
PARADIGM BREWING COMPANY, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of the State of Washington
on August 29, 2013
(date of organization, formation or incorporation)
(Enter state, or if a non-U.S. entity, the name of the country)

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:
PARADIGM BREWING COMPANY, LLC
(Enter Name of Florida Limited Liability Company)


4. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to date of receipt or filed date nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

5. The plan of conversion has been approved in accordance with all applicable statutes.

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TALLAHASSEE, FLORIDA

Signed this May 5th day of May 2015

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 

Printed Name: TY ERIKS

Title: MANAGER

Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: 

Printed Name: TY ERIKS

Title: MEMBER

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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PARADIGM BREWING COMPANY, LLC**PLAN OF CONVERSION**

WHEREAS PARADIGM BREWING COMPANY, LLC, a Washington limited liability company ("WA LLC"), wishes to convert into a Florida limited liability company, subject to approval by the Members of the Company, and the filing of the Articles of Conversion and Articles of Organization with the Florida Secretary of State; and

WHEREAS, the Florida Revised Limited Liability Company Act requires WA LLC to adopt a Plan of Conversion:

NOW, THEREFORE, WA LLC hereby sets forth the details for such conversion.

1. Plan of Conversion. WA LLC hereby adopts this Plan of Conversion ("Plan") to convert WA LLC to a Florida limited liability company to be known as PARADIGM BREWING COMPANY, LLC (the "Company"), and authorizes Ty Eriks to perform such acts and execute such documents as may be necessary or convenient to effect the Plan, including but not limited to, the execution of the Articles of Conversion, Articles of Organization and Operating Agreement of the Company (on behalf of the Company).

2. Effect of Conversion. Upon the filing of the Articles of Conversion and Articles of Organization with the Florida Secretary of State (the "Effective Date"), (a) WA LLC shall be converted into a Florida limited liability company pursuant to Section 605.1045 of the Florida Revised Limited Liability Act; (b) each percentage of the issued and outstanding Membership Interests of WA LLC shall be converted into one equivalent Membership Interest of the Company; and (c) all of the assets and liabilities of WA LLC shall be transferred and assigned to the Company. Following such assignment and transfer, WA LLC shall be terminated. Any Member of WA LLC is hereby authorized to file appropriate termination and/or dissolution documents for WA LLC with the State of Washington.

3. Taxpayer Identification Number. Notwithstanding the foregoing, WA LLC shall not be terminated for tax purposes but rather a new IRS Form SS-4 will be filed to transfer the taxpayer identification number of WA LLC to the Company.

4. Business of Company. The business of WA LLC shall continue to, and be carried on by, the Company after the Effective Date in accordance with the provisions of the Florida Revised Limited Liability Company Act, the Articles of Organization, and the Operating Agreement of the Company.


[SIGNATURES ON FOLLOWING PAGE]

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IN WITNESS WHEREOF, the undersigned have executed this Plan on behalf of WA
LLC as of April 9th, 2015.

PARADIGM BREWING COMPANY, LLC, a
Washington limited liability company

BY: 
Ty Ericks, Member

BY: 
McKay Ferrell, Member

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15 MAY 18 PM 4:59
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

PARADIGM BREWING COMPANY, LLC

(Must end with the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

6421 North East 21st Road
Ft. Lauderdale, FL 33308

Mailing Address:

(same)

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

SHAREE ERIKS

Name

6421 North East 21st Road

Florida street address (P.O. Box NOT acceptable)

Ft. Lauderdale

City

FL 33308

Zip

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 605, F.S.


Registered Agent's Signature (REQUIRED)

(CONTINUED)

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TALLAHASSEE, FLORIDA

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

AMBR
mgr

Name and Address:

TY ERIKS

6421 NE 98th St
Portland, OR 97220

Mckay Ferrell
504 62 157th St
Vancouver, WA 98684

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)
(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

ARTICLE VI: Other provisions, if any.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.
(In accordance with section 605.0203 (1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

TY ERIKS

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation
of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

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TALLAHASSEE, FLORIDA