

U9000049631

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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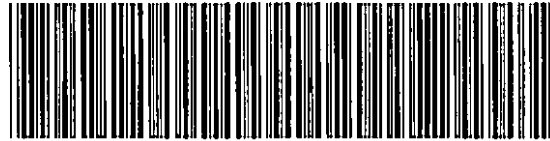
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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02/21/19--01020--008 **150.00

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2019 FEB 21 AM 8:01

SECRETARY OF STATE
TALLAHASSEE, FL



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Licensed in Georgia
Direct Line: 904-513-2663
Fax: 904-567-1066

February 21, 2019

Via Federal Express

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

Re: Dutler, LLC

Dear Sir/Madam:

Enclosed for filing are the following documents required to convert an "Other Business Entity" into a "Florida Limited Liability Company":

1. Consent of Super Market Solutions, Inc. to the conversion into Dutler, LLC;
2. Plan of Conversion of Super Market Solutions, Inc.;
3. Certificate of Conversion of Super Market Solutions, Inc., a Georgia corporation, into Dutler, LLC, a Florida limited liability company;
4. Articles of Conversion of Super Market Solutions, Inc., a Georgia corporation, into Dutler, LLC, a Florida limited liability company;
5. Articles of Organization for Dutler, LLC;
6. Membership Interest Table; and
7. Certificate Designating Registered Office and Registered Agent for the Service of Process within Florida.

Also enclosed is a check in the amount of \$150 payable to the Florida Department of State to cover the \$25 filing fee for the Articles of Conversion and the \$125 filing fee for the Articles of Organization.

• New Filing Section
Division of Corporations
February 21, 2019
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If you have any questions or need anything additional, please do not hesitate to contact me or my assistant, Jamie Millio, at 904-638-1163.

Thank you for your assistance with this matter.

Sincerely,


R. Ryan Morris

RRM/jlm

Enclosures

Articles of Conversion
For
Super Market Solutions, Inc., a Georgia Corporation (an "Other Business Entity")
Into
Dutler, LLC, a Florida Limited Liability Company

The Articles of Conversion and attached Articles of Organization are submitted to convert Super Market Solutions, Inc., a Georgia Corporation, into a Florida Limited Liability Company in accordance with Section 605.1045 et seq. of the Florida Revised Limited Liability Company Act (the "Florida Act").

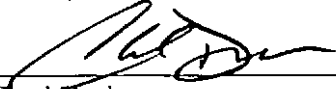
1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is: Super Market Solutions, Inc.
2. The "Other Business Entity" is a corporation first incorporated under the laws of the state of Georgia on January 14, 2011.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization: Dutler, LLC.
4. The effective date of the Conversion shall be: March 1, 2019.
5. The plan of conversion has been approved in accordance with all applicable statutes.
6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061-605.1072 of the Florida Act.

[Signature page follows]

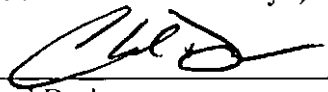
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2019 FEB 21 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FL

Executed this 6th day of February, 2019.

DUTLER, LLC


By: Chad Dutler
Its: president

SUPER MARKET SOLUTIONS, INC
(the "Other Business Entity")


By: Chad Dutler
Its: president

ARTICLES OF ORGANIZATION FOR DUTLER, LLC

Pursuant to Section 605.0201 of the Florida Revised Limited Liability Act, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

Article I - Name

The name of the Limited Liability Company is Dutler, LLC.

Article II – Effective Date and Duration

The effective date upon which this Company shall come into existence shall be March 1, 2019. Unless earlier terminated pursuant to the Act or the Operating Agreement (as defined in Section 605.0105 of the Act) of the Company, the period of its duration shall be perpetual.

Article III - Address

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

Principal Office Address:

6973 Highway Ave.
Suite 108
Jacksonville, FL 32254

Mailing Address:

6973 Highway Ave.
Suite 108
Jacksonville, FL 32254

Article IV – Registered Agent and Office

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

Name:

Chad Dutler

Address:

1031 1st St. South
Apt. 1405
Jacksonville Beach, FL 32250

Article V – Management of the Company

The Company will be managed by its Manager in accordance with and subject to the requirements of the Act. The name and address of the person authorized to manage and control the Limited Liability Company is:

Chad Dutler

1031 1st St. South
Apt. 1405
Jacksonville Beach, FL 32250

IN WITNESS WHEREOF, the undersigned member of the Company has executed these Articles of Organization on behalf of the Company in accordance with the Act.

Dated this 6th day of February, 2019.

Signature:

A handwritten signature in black ink, appearing to read 'Chad Dutler', is written over a horizontal line.

Print: Chad Dutler

Its: President

Exhibit D

Membership Interest Table

<u>Name</u>	<u>Membership Interests</u>
Chad Dutler	50%
Michael Parisa	50%
Totals	100%

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR
THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 605, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

Dutler, LLC desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Chad Dutler as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 6973 Highway Ave., Suit 108, Jacksonville, FL 32254.

Dated this 6th day of February, 2019.

By:



Name: Chad Dutler

Its:

President

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby 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.

Dated this 6th day of February, 2019.



Chad Dutler, Registered Agent