

L21000515949

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

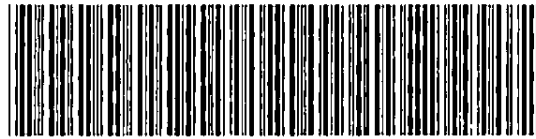
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



400405825914

Conversion

RECEIVED

2023 APR 19 PM 2:03

FILED

2023 APR 19 AM 8:22

CLERK OF SUPERIOR COURT  
JACKSONVILLE, FLORIDA

A. RAMSEY

APR 20 2023

**FLORIDA FILING & SEARCH SERVICES, INC.**

**P.O. BOX 10662 TALLAHASSEE, FL 32302  
155 Office Plaza Dr Ste A Tallahassee FL 32301  
PHONE: (800) 435-9371; FAX: (866) 860-8395**

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**DATE:** 04/19/23

**NAME:** GBMAW1, LLC

**TYPE OF FILING:** CONVERSION

**COST:** 25.00

**RETURN:** PLAIN COPY PLEASE

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**ACCOUNT:** FCA000000015

**AUTHORIZATION:** ABBIE/PAUL HODGE



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## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** \_\_\_\_\_  
Name of Florida Limited Liability Company

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company" into an "Other Business Entity" in accordance with s.605.1045, F.S.

Please return all correspondence concerning this matter to:

\_\_\_\_\_  
Contact Person

\_\_\_\_\_  
Firm/Company

\_\_\_\_\_  
Address

\_\_\_\_\_  
City, State and Zip Code

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

For further information concerning this matter, please call:

\_\_\_\_\_  
Name of Contact Person

at (\_\_\_\_\_) \_\_\_\_\_  
Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- |   |   |   |  |
|---|---|---|--|
| <input type="checkbox"/> \$25.00 Filing Fee | <input type="checkbox"/> \$30.00 Filing Fee<br>and Certificate of<br>Status | <input type="checkbox"/> \$55.00 Filing Fee<br>and Certified Copy | <input type="checkbox"/> \$60.00 Filing Fee,<br>Certified Copy, and<br>Certificate of Status |
|---|---|---|--|

**Mailing Address:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Registration Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

FILED

2023 APR 19 AM 8:21

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Articles of Conversion is submitted to convert the following **Florida Limited Liability Company** into an **"Other Business Entity"** in accordance with s. 605.1045, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

GBMAMI, LLC

Enter Name of Florida Limited Liability Company

2. The name of the "Converted or Other Business Entity" is:

Berkshires Boutique, LLC

Enter Name of "Converted or Other Business Entity"

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

organized, formed or incorporated under the laws of Delaware  
(Enter state, or if a non-U.S. entity, the name of the country)

The formation document is attached (if applicable).

4. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 605, F.S.

5. This conversion shall be effective in Florida on: April 12, 2023  
(The effective date: 1) cannot be prior to 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 of the conversion under the laws governing the "Other Business Entity.")

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

6. If the "Converted or Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Converted or Other Business Entity":

a.) Lists the following street and mailing address of an office the Florida Department of State may send and process served on the department pursuant to 605.0117 and Chapter 48.

Street Address: 8815 CONROY WINDERMERE ROAD #192 ORLANDO, FL 32835 USA

Mailing Address: 8815 CONROY WINDERMERE ROAD #192 ORLANDO, FL 32835 USA

7. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 12th day of April, 2023

Signature:  Must be signed by a Member or Authorized Representative

Printed Name: Michael Wenig Title: Authorized Representative

**Fees:** Filing Fee: \$25.00  
Certified Copy: \$30.00 (Optional)  
Certificate of Status: \$5.00 (Optional)

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY THAT THE CERTIFICATE OF CONVERSION  
OF A FLORIDA LIMITED LIABILITY COMPANY "GBMAMI, LLC" TO A  
DELAWARE LIMITED LIABILITY COMPANY "BERKSHIRES BOUTIQUE, LLC",  
WAS FILED IN THIS OFFICE ON THE TWELFTH DAY OF APRIL, A.D.  
2023, AT 12:50 O`CLOCK P.M.



7402613 8317F  
SR# 20231488186

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 203159482  
Date: 04-18-23

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:50 PM 04/12/2023  
FILED 12:50 PM 04/12/2023  
SR 20231407334 - File Number 7402613

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO  
A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY  
COMPANY ACT

- 1.) The jurisdiction where the Non-Delaware Limited Liability Company first formed is Florida.
- 2.) The jurisdiction immediately prior to filing this Certificate is Florida.
- 3.) The date the Non-Delaware Limited Liability Company first formed is December 8, 2021.
- 4.) The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is GBMAM1, LLC.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Berkshires Boutique, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the  
12 day of April, A.D. 2023.

By: 

Authorized Person

Name: Michael J. Wenig

Print or Type

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:50 PM 04/12/2023  
FILED 12:50 PM 04/12/2023  
SR 20231407334 - File Number 7402613

STATE OF DELAWARE  
CERTIFICATE OF FORMATION  
OF LIMITED LIABILITY COMPANY

The undersigned authorized person, desiring to form a limited liability company pursuant to the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is Berkshires Boutique, LLC
2. The Registered Office of the limited liability company in the State of Delaware is located at 2140 S. Dupont Highway (street), in the City of Camden, Zip Code 19934. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is Paracorp Incorporated

By: 

Authorized Person

Name: Michael J. Wenig

Print or Type