

L22000535787

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

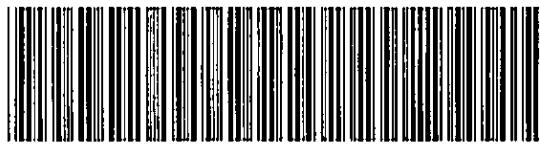
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer

Office Use Only



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12/22/22--01011--006 • 4155.00

2022-12-22 11:15

11:15

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: MUTABILIS LIMITED LLC

(Name of Resulting Florida Limited Company)

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

Please return all correspondence concerning this matter to:

AMADO GARCIA

(Contact Person)

A GARCIA & CO PA

(Firm/Company)

11440 N. KENDALL DR. SUITE 401

(Address)

MIAMI, FL 33176

(City, State and Zip Code)

agarciacpa@gmail.com

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

AMADO GARCIA

at (305) 273-6525

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

\$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) \$155.00 Filing Fees
and Certificate of
Status \$180.00 Filing Fees
and Certified Copy \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

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

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

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:
MUTABILIS LIMITED LLC

(Enter Name of Other Business Entity)

2. The “Other Business Entity” is a **FOREIGN 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 **BRITISH VIRGIN ISLANDS (BVI)**.
(Enter state, or if a non-U.S. entity, the name of the country)

on **FEBRUARY 16, 2015**
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
MUTABILIS LIMITED LLC

(Enter Name of Florida Limited Liability Company)

12/20/2022

4. If not effective on the date of filing, enter the effective date: **12/20/2022**

(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)

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.

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

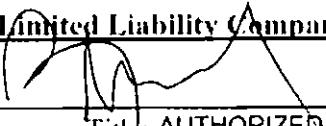
6. The “Converted or Other Business Entity” has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

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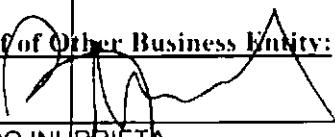
11:15
AM
09/22/2022

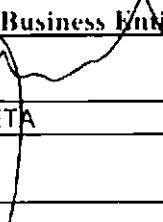
Signed this 20 day of DECEMBER 20 22.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 
Printed Name: RICARDO INURRIETA Title: AUTHORIZED MEMBER MNG

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

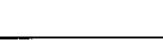
Signature: 
Printed Name: RICARDO INURRIETA Title: AUTHORIZED MEMBER MNG

Signature: 
Printed Name: _____ Title: _____

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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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

MUTABILIS LIMITED LLC

ARTICLE II - Address:

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

2899 COLLINS AVE APT 1715
MIAMI BEACH, FL 33140

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual

ARTICLE IV - REGISTERED AGENT

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

RICARDO INURRIETA
2899 COLLINS AVE APT 1715
MIAMI BEACH, FL

ACKNOWLEDGMENT:

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 a registered agent as provided for in Chapter 605, F.S..

Registered Agent - RICARDO INURRIETA

2022-07-22 14:11:15

ARTICLE V - Management:

The Limited Liability Company is to be managed by an authorized member, and the name and address of the authorized member is:

Title: Authorized Member Manager

RICARDO INURRIETA
2899 COLLINS AVE APT 1715
MIAMI BEACH, FL 33140

ARTICLE VI – Effective Date

These Articles of Organization shall be effective on

Date of execution and acknowledgment.

ARTICLE VII - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

Approved by all members.

ARTICLE VIII – Member's Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The members have the right to continue operation upon the retirement of any member.

Every member upon the sale for cash of membership shall have the right to purchase his pro-rated share thereof at the price at which it is offered to others.

Signature of an authorized 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.).


RICARDO INURRIETA, authorized member

2022 DEC 22 AM 11:15

A. Garcia & Co., P.A.

Certified Public Accountants

12/20/2022

FLORIDA DEPARTMENT OF STATE
Areedra Johnson
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: MUTABILIS LIMITED LLC.

MUTABILIS LIMITED LLC

Filing Information

Document Number M16000001366
FEI/EIN Number 47-4476276
Date Filed 02/16/2016
State OC Status ACTIVE

The company we are trying to domesticate is register as a foreign corporation in state of Florida. We are trying to make this a Florida Limited Liability Company.

In other words, the registered company you mentioned, and this company are one and the same.

Your kind consideration of this matter is highly appreciated.

Sincerely yours,

Amado Garcia

Amado Garcia, C.P.A.
A. Garcia & Co. P.A., C.P.A.'s

2022 DEC 22 AM 11:15

AMERICAN
INSTITUTE
OF CPAs

ED

agarciacpa@gmail.com

From: Johnson, Arcedra <Arcedra.Johnson@dos.myflorida.com>
Sent: Tuesday, December 20, 2022 3:10 PM
To: agarciacpa@gmail.com
Subject: RE: MUTABILIS LIIMITED LLC
Attachments: LLC CONVERT FORMS.pdf

Here are the correct forms you need in order to convert your filing. Please print these documents and fill them out. Return the documents by mail along with a check or money order to cover the fees. Address and fees are located on the application. Please be sure to make copies and keep for your records. Mail everything back to our office and send it to my Attention: **Arcedra Johnson**, new filing section. I will give you a call once I have received it. Please feel free to give me a call if you have any further questions. (850) 245-6949

From: agarciacpa@gmail.com <agarciacpa@gmail.com>
Sent: Tuesday, December 20, 2022 2:44 PM
To: Johnson, Arcedra <Arcedra.Johnson@dos.myflorida.com>
Subject: MUTABILIS LIMITED LLC

EMAIL RECEIVED FROM EXTERNAL SOURCE

The attachments/links in this message have been scanned by Proofpoint.

Arcendra:

I do appreciate your help. As I explained on the telephone the filing was originally rejected because I filed the as a corporation and this is an LLC. I am not sure which one to file as a domestication or as a conversion.

This is a foreign LLC doing business in the state of Florida and we have the company register. We want the foreign LLC to become a Florida LLC.

I had filed the conversion and the domestication, please file the one we need. The reason for the name rejection "THE IS THE SAME COMPANY"

THE OWNER IS:
INURRIETA, RICARDO
2899 COLLINS AVE
APT 1715
MIAMI BEACH, FL 33140

We are on vacation for the rest of the year, but I need to solve this problem this year.

Let me know if I need to do anything on my end.

Call me at my cell 305-984-5885

2022 DEC 22 AM 11:15
STAFF
LORI

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