

L23000287128

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

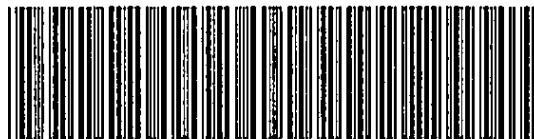
Special Instructions to Filing Officer:

Office Use Only

7112300001141

T. SCOTT

JUN 15 2023



700399364747

FILED
2023 JUN 15 AM 7:00
CLERK



sushi bar

Where passion meets sushi...

December 22th, 2022

Re: LLC Conversion to state of
Florida from California

BOB PASELA
PROPRIETOR & CHEF

619.733.0430
bob@sabukusushi.com

In the package attached:

- 1) Cover letter & check
- 2) Certificate of good standing from the state of California
- 3) ALL member meeting approving LLC conversion to Florida
- 4) Articles of Conversion
- 5) Articles of Organization

Please process as soon as possible & respond back to me promptly, as I believe I will need to contact the California secretary of state & terminate the California LLC only AFTER conversion approval in the state of Florida.

Thank you,



Robert L. Pasela
Owner & Managing Member

4461 Walter Street | Fort Myers, FL 33905

SABUKUSUSHI.COM



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 30, 2023

SABUKU SUSHI LLC
4461 WALTER ST
FORT MYERS, FL 33905

We have received your document for SABUKU SUSHI LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please complete correct documents,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tyrone Scott
Regulatory Specialist II

Letter Number: 423A00012269

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: SABUKU SUSHI
(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:

ROBERT PASCLA

(Contact Person)

SABUKU SUSHI

(Firm/Company)

4461 WALTER ST

(Address)

FORT MYERS, FL 33905

(City, State and Zip Code)

ASHLEY @ SABUKU SUSHI.COM

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

For further information concerning this matter, please call:

ROBERT PASCLA

(Name of Contact Person)

at (619) 733-0430

(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:

SABUKU SUSHI

(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 CALIFORNIA
(Enter state, or if a non-U.S. entity, the name of the country)

on FEBRUARY 1 2010
(date of organization, formation or incorporation)

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

SABUKU SUSHI

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: —

(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.

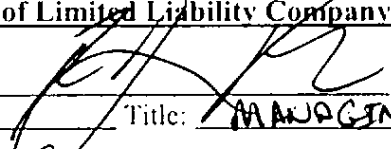
5. The plan of conversion has been approved in accordance with all applicable statutes.

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.

FILED
2023 JUN 16 AM 7:17
CLERK OF THE COURT
CORPORATION
ELECTRONIC

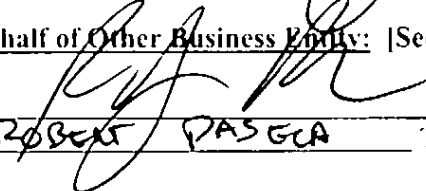
Signed this 8 day of JUNE 2023

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 

Printed Name: ROBERT PASCA Title: MANAGING MEMBER

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

Signature: 

Printed Name: ROBERT PASCA Title: MANAGING 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)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

SABUKU SUSWZ, LLC

(Must contain 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:

Mailing Address:

4461 WALTER ST.
FORT MYERS, FL 33905

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:

ROBERT PASELA

Name

4461 WALTER ST.

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

FORT MYERS, FL 33905

City

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..

[Signature]
Registered Agent's Signature (REQUIRED)

(CONTINUED)

FILED
2023 JUN 16 AM 7:20
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE COUNTY OF LEON, 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

Name and Address:

ROBERT PASELA

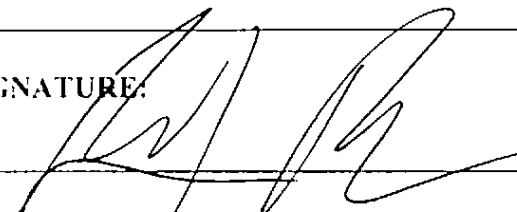
4461 WALTER ST

FORT MYERS, FL 33903

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.

ROBERT PASELA

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)