

L23000496507

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

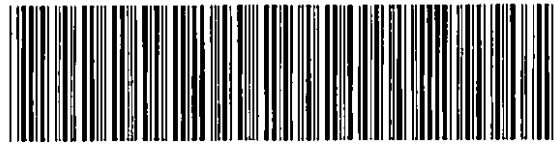
Certified Copies _____ Certificates of Status _____

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W23000052457

05/01/23

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SECRETARY OF STATE
TALLAHASSEE, FL

2023 MAY -1 PM 3:46

FILED



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 13, 2023

ALEX GUNARIS
1105 58TH ST S
GULFPORT, FL 33707 US

SUBJECT: GUNARIS & ASSOCIATES LLC
Ref. Number: W23000052457

RECEIVED
2023 MAY -1 PM 2:57
CORPORATIONS
COMMERCIAL
DIVISION

We have received your document for and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 605.0203, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by an authorized representative. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

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

KAIN COSTELLO
Regulatory Specialist II
New Filing Section

Letter Number: 323A00008313

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: GUNARIS & ASSOCIATES 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:

ALEX GUNARIS

(Contact Person)

GUNARIS & ASSOCIATES LLC

(Firm/Company)

1105 58TH ST S

(Address)

GULFPORT, FL 33707

(City, State and Zip Code)

ALEX@GUNARISASSOCIATES.COM

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

For further information concerning this matter, please call:

ALEX GUNARIS

(Name of Contact Person)

at (727) 200-0950

(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

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SECRETARY OF STATE
TALLAHASSEE, FL

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:
GUNARIS & ASSOCIATES 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 OHIO
(Enter state, or if a non-U.S. entity, the name of the country)

on 01/24/2021
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
GUNARIS & ASSOCIATES LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: 1/1/2023.
(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.

Signed this 17 day of MARCH 2023

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Alex Gunaris
Printed Name: ALEX GUNARIS Title: OWNER

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

Signature: Alex Gunaris
Printed Name: Alex Gunaris Title: Owner

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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TALLAHASSEE, FL

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

GUNARIS & ASSOCIATES 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:

1105 58TH ST S

GULFPORT, FL 33707

Mailing Address:

1105 58TH ST S

GULFPORT, FL 33707

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:

ALEX GUNARIS

Name

1105 58TH ST S

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

GULFPORT

FL

33707

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..

Alex Gunaris

Registered Agent's Signature (REQUIRED)

(CONTINUED)

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SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLE IV-

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

Title:

"AMBR" = Authorized Member

"MGR" = Manager

AMBR _____

Name and Address:

ALEX GUNARIS

1105 58TH ST S

GULFPORT, FL 33707


(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

PLEASE SEE ATTACHED LETTER

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TALLAHASSEE, FL

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.

ALEX GUNARIS

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)

Gunaris & Associates LLC
1105 58th St S
Gulfport, FL 33707

3/17/2023

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

I am attaching this letter regarding the Articles of Conversion and Articles of Organization being filed to the state of Florida. I would like to explain the reasoning I am filing these articles and would like verification that I am submitting the correct forms.

My intention is to convert/domesticate the Limited Liability Company (collectively, "LLC") to Florida and be recognized under Chapter 605 of Florida Statutes. I understand some state use "Conversion" and "Domestication" interchangeably and want to make sure the LLC is being recorded with state properly.

However, the Articles of Domestication on the Division of Corporations website states the filing is for Articles of Domestication of a Non-US Entity. Since my LLC is a US entity, I did not believe this was the correct form to submit.

The enclosed Articles of Conversion states this form is to convert an "Other Business Entity" into a Florida LLC. Since the entity is currently classified as an LLC, I do not know if Florida recognizes this entity as an "Other Business Entity" since it was created outside of the state of Florida and the Articles of Conversion transfers the entity into a Florida LLC.

The LLC was formed and created in the State of Ohio. I would like the LLC to be converted/domesticated into a Florida LLC and Florida be recognized as the entity's home state/headquarters.

If the enclosed forms are incorrect and Articles of Domestication need to be submitted, please contact me as soon as possible and I will correct the filing. Thank you for your time and efforts.

Regards,

A handwritten signature in black ink, appearing to read 'Alex Gunaris', with a stylized flourish at the end.

Alex Gunaris