

L24000057037

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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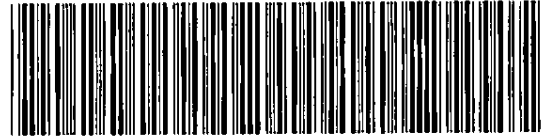
(Business Entity Name)

(Document Number)

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**CT CORP**  
**(850) 656- 4724**  
**3458 lakesore Drive**  
**Tallahassee, FL 32312**

**Date:** 01/25/2024

Acc#120160000072

*en: c DW*

Name:	Beaver Street Fisheries, Inc.
Document #:	
Order #:	15343824 - 1

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
Certified Copy of	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
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Email Address for Annual Report Notifications:

mgvozdoch@seabest.com

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ 100.00

Thank you!



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 26, 2024

CT CORP

**CORRECTED**

SUBJECT: BEAVER STREET FISHERIES, LLC  
Ref. Number: W24000012853

We have received your document for BEAVER STREET FISHERIES, LLC. However, the document has not been filed and is being returned for the following:

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), s.607.1622(9) and/or 607.1622(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

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

KAIN COSTELLO  
Regulatory Specialist II  
New Filing Section

Letter Number: 024A00001707

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SECRET  
TALLAHASSEE, FLORIDA

**CT CORP**  
**(850) 656- 4724**  
**3458 lakesore Drive**  
**Tallahassee, FL 32312**

**Date:** 01/25/2024  
Acc#120160000072

*mic SW*

Name:	Beaver Street Fisheries, Inc.
Document #:	
Order #:	15343824 - 1

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
Certified Copy of	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
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	COGS: <input type="checkbox"/>

Email Address for Annual Report Notifications:  
mgvozdoch@seabest.com

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ 190.00

Thank you!

**ARTICLES OF CONVERSION  
OF  
BEAVER STREET FISHERIES, INC.**

The undersigned, being a duly authorized representative of Beaver Street Fisheries, Inc., a Florida corporation (the "Converting Entity"), desiring to convert from a Florida corporation to Beaver Street Fisheries, LLC, a Florida limited liability company (the "Converted Entity"), pursuant to Section 607.11930 of the Florida Business Corporation Act (the "Act"), hereby adopts the following Articles of Conversion pursuant to Section 607.11933 of the Act:

1. The name of the Converting Entity immediately prior to the filing of these Articles of Conversion is Beaver Street Fisheries, Inc., a Florida corporation first organized and incorporated under the laws of the State of Florida on April 26, 1955.

2. The name of the Converted Entity as set forth in the attached Articles of Organization is Beaver Street Fisheries, LLC, to be a Florida limited liability company.

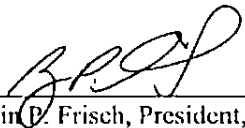
3. The text of the Converted Entity's public organic record is contained in the Articles of Organization for Beaver Street Fisheries, LLC, attached hereto as Exhibit A.

4. In accordance with a Plan of Conversion, dated as of January 12, 2024 (the "Plan"), adopted pursuant to Section 607.11932 of the Act, on the date these Articles of Conversion are filed with the Florida Department of State, the Converting Entity will convert (the "Conversion") into the Converted Entity.

5. The Plan and the Conversion have been approved by the Converting Entity in accordance with the laws of the State of Florida, including the approval of all its shareholders and directors.

The undersigned authorized representative, for the purpose of carrying out the Conversion under the laws of the State of Florida, has executed these Articles of Conversion.

**BEAVER STREET FISHERIES, INC.**, a Florida corporation

By:   
Benjamin D. Frisch, President, Secretary and  
Treasurer

**EXHIBIT A**

Articles of Organization

See attached.

**ARTICLES OF ORGANIZATION  
OF  
BEAVER STREET FISHERIES, LLC**

The undersigned, an authorized representative of a prospective member, desiring to form a limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, hereby adopts the following Articles of Organization:

**ARTICLE I - NAME**

The name of the limited liability company is Beaver Street Fisheries, LLC (the "Company").

**ARTICLE II - ADDRESS**

The street and mailing address of the Company's principal office are:

1741 West Beaver Street  
Jacksonville, Florida 32209

**ARTICLE III - PURPOSE**

The Company is organized for the purpose of performing all lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The Company (i) designates 1741 West Beaver Street, Jacksonville, Florida 32209 as the street address of the Company's registered office, and (ii) names Beaver Street Foods, Inc. as the Company's registered agent at that address to accept service of process within the State of Florida.

**ARTICLE V - MANAGEMENT AND AUTHORITY**

The Company shall be a manager-managed company. Pursuant to Section 605.04074, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

The following entity shall serve as a manager of the Company until its successor is appointed or elected and qualified pursuant to the applicable provisions contained in the Company's Operating Agreement, or until the earlier of such manager's dissolution, removal or resignation:

Beaver Street Holdings, Inc.

Prepared by:  
Driver, McAfee, Hawthorne & Diebenow, PLLC  
One Independent Drive, Suite 1200  
Jacksonville, Florida 32202  
904-301-1269

## ARTICLE VI – INDEMNIFICATION

The Company shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a manager, member or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a manager, member or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance reasonable indemnification expenses (including attorneys' fees and costs) for actions taken in the capacity of such person as a manager, member or officer within twenty (20) days after receipt by the Company of (a) a written statement requesting such advance, (b) evidence of the expenses incurred, and (c) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

The undersigned authorized representative, for the purpose of forming a limited liability company under the laws of the State of Florida, has executed these Articles of Organization.

  
\_\_\_\_\_  
Benjamin R. Frisch, Authorized Representative

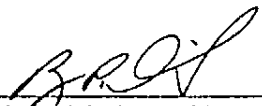


**ACCEPTANCE OF REGISTERED AGENT**

The undersigned (i) agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of the Florida Revised Limited Liability Company Act, and (ii) acknowledges that the undersigned is familiar with and accepts the obligations of such position.

Dated: January 12, 2024

**BEAVER STREET FOODS, INC.**

By:   
Benjamin P. Frisch, President, Secretary and  
Treasurer

2024 JAN 13 PM 4:42