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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

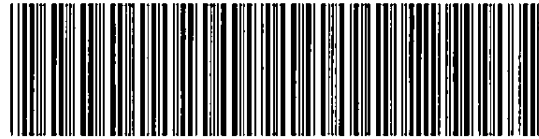
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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APR 22 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T.S.H.
4/8/24

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: THERESELLRECIPE 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:

Craig Young

(Contact Person)

CWY Legal & Consulting, LLC

(Firm/Company)

2500 Quantum Lakes Drive, Ste 100

(Address)

Boynton Beach, FL 33426

(City, State and Zip Code)

craig@cwylegal.com

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

For further information concerning this matter, please call:

Craig W. Young, Esq.

at (561) 568-1000

(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

INHS11 (7/17)

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MAR 20 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

on 09/06/2023
(date of organization, formation or incorporation)

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

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: 09/06/2023
(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.

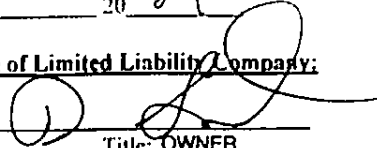
6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to
which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

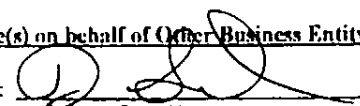
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Signed this 26 day of FEBRUARY 20 21

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 
Printed Name: DYLAN SIVERD Title: OWNER

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

Signature: 
Printed Name: DYLAN SIVERD 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)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

THERESELLRECIPE 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:

602 RENAISSANCE WAY
DELRAY BEACH, FL 33483

Mailing Address:

602 RENAISSANCE WAY
DELRAY BEACH, FL 33483

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:

CWY LEGAL & CONSULTING, LLC

Name

2500 QUANTUM LAKES DRIVE, STE 100

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

BOYNTON BEACH

City

FL 33426

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.

Craig W. Young, Esq.

Registered Agent's Signature (REQUIRED)

(CONTINUED)

9:00 AM 22 APR 2011
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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:

DYLAN SIVERD

602 RENAISSANCE WAY

DELRAY BEACH, FL 33483

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

ANY AND ALL LEGAL BUSINESS

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.

DYLAN SIVERD

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)

SECRETARY OF STATE
FLORIDA

0000 MAR 20 AM 09:00

FILED

**WAIVER OF NOTICE OF SPECIAL MEETING OF
MANAGERS
OF
THERESELLRECIPE, LLC**

We, the undersigned, being all the Managers of TheResellRecipe, LLC. (the "Company"), hereby agree and consent that the Special Meeting of the Managers of the Company be held on the date and time and at the place designated hereunder, and do hereby waive all notice whatsoever of such meeting and of any adjournment or adjournments thereof.

We do further agree and consent that any and all lawful business may be transacted at such meeting or at any adjournment or adjournments thereof, the Manager present may deem as advisable thereat. Any business transacted at such meeting or at any adjournment or adjournments thereof shall be as valid and legal and of the same force and effect as if such meeting or adjourned meeting were held after notice.

Place of Meeting: Virtual Meeting via Zoom

Date of Meeting: January 15th, 2024

Time of Meeting: 1pm Eastern

Dated: January 3rd, 2024



Dylan Siverd, Sole Owner

□
**MINUTES OF SPECIAL MEETING OF MANAGERS
OF
THERESELLRECIPE, LLC**

A special meeting of the directors of TheResellRecipe, LLC. was held via Zoom on January 15th, 2024. The meeting convened at 1pm Eastern, Sole Owner Dylan Siverd presiding. The Owner announced that the meeting was held pursuant to notice, if and as required under the operating agreement of this

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JAN 22 2024
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MANAGERS
OF
THERESELLRECIPE, LLC**

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JAN 15 2024
CLERK

Company. Copies of any certificates of mailing of notice prepared by the Secretary of the Company and any written waivers signed by Directors entitled to receive notice of this meeting were attached to these minutes by the Secretary.

Owner in attendance: Dylan Siverd


Discussion:

1. Review and approve the Plan of Conversion as the business is moving to Florida from Delaware.

a. The Plan was put to a vote and the plan passed unanimously.

A Waiver of Notice signed by the Manager was presented and ordered by the chairman to be inserted into the Minute Book of the Company immediately prior to the minutes of this meeting.

Signed:



1/15/2024

Dylan Siverd, President
Approval

Date of

THERESELLRECIPE, LLC

Plan of Conversion to a Florida Limited Liability Company

THIS PLAN OF CONVERSION (this "Plan") is hereby adopted this 15th day of January, 2024, by Dylan Siverd ("Sole Owner"), of TheResellRecipe, LLC, a Delaware Limited Liability Company (the "Company").

WHEREAS, the Company is a Delaware Limited Liability Company, formed September 6th, 2023; and

WHEREAS, the Sole Owner would like to move its business

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JAN 16 2024
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

from Dover, DE to Delray Beach, FL;

NOW THEREFORE, the Sole Owner hereby adopts the following:

1. The name of the converting entity is TheResellRecipe, LLC.
2. The Sole Owner intends to keep the same name in Florida; TheResellRecipe, LLC.
3. The Company is continuing its existence in the same organizational form in Florida.
4. The Company is continuing its existence as a Limited Liability Company in the State of Florida.
5. The Sole Owner intends to keep the same ownership interest in Florida.
6. The Florida Articles of Conversion converting the Company to TheResellRecipe, LLC, a Florida Limited Liability Company is attached hereto as Exhibit A.
7. The Delaware Certificate of Conversion converting the Company to a Florida entity is attached hereto as Exhibit B.
8. The Conversion shall be effective upon filing of the Certificate of Conversion with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, this Plan is executed by the Shareholders as of the date first written above.

TheResellRecipe, LLC

By: 

Name: Dylan Siverd

Title: Owner

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TALLAHASSEE, FLORIDA