

L24000209825

(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



400429188014

S. CHATHAM
MAY 10 2024

FILED

2024 MAY -9 PM 11:51

SECRETARY OF STATE
TALLAHASSEE, FL

RECEIVED

2024 MAY -9 AM 10:57

DIRECTOR'S OFFICE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA 32301

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

Date: 05/09/2024
Acc#120160000072

en: c DW

Name:	Key West Cooking School, LLC
Document #:	
Order #:	15548868

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:	
		Number of Certs:	

Filing: <input checked="" type="checkbox"/>	Certified: <input checked="" type="checkbox"/>	Email Address for Annual Report Notifications: <div></div>
	Plain: <input type="checkbox"/>	
	COGS: <input type="checkbox"/>	

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

Amount: \$ **180.00**

Thank you!

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

FILED
2024 MAY -9 PM 11:51
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:
Key West Cooking School, 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 June 28, 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**:
Key West Cooking School, LLC

(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.

Signed this 9th day of May 2024 .

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: X
Printed Name: Edwin O. Swift, III Title: Authorized Representative

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

Signature: X
Printed Name: Edwin O. Swift, III Title: Authorized Representative

Signature: _____
Printed Name: N/A Title: _____

Signature: _____
Printed Name: N/A Title: _____

Signature: _____
Printed Name: N/A Title: _____

Signature: _____
Printed Name: N/A Title: _____

Signature: _____
Printed Name: N/A 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)

FILED
2024 MAY -9 PM 11:51
SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Key West Cooking School, 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:

Key West Cooking School, LLC

201 Front Street, Suite 224

Key West, FL 33040

Mailing Address:

Key West Cooking School, LLC

201 Front Street, Suite 224

Key West, FL 33040

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:

Edwin O. Swift, III

Name

201 Front Street, Suite 224

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

Key West

FL 33040

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.

x


Registered Agent's Signature (REQUIRED)

(CONTINUED)

FILED
2024 MAY 9 PM 11:51
OFFICE OF THE
CLERK OF THE
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

MGR

MGR

Name and Address:

Edwin O. Swift, III
201 Front Street, Suite 224
Key West, FL 33040

Christopher C. Belland
201 Front Street, Suite 224
Key West, FL 33040

2024 MAY -9 PM 11:51
FILED
SECRETARY OF STATE
TREASURY

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

The Company is to be managed by managers and is, therefore, a manager-managed company within the
meaning of the Act. The names and addresses of the initial managers are as set forth in Article IV.

REQUIRED SIGNATURE:

x

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.

Edwin O. Swift, III

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)