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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

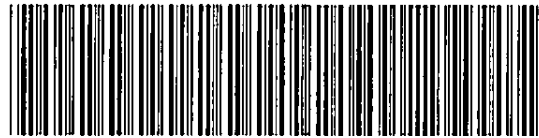
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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Office Use Only



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12/06/24--01006--008 \*\*155.00

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CLERK OF STATE  
24 DEC -6 AM 12:11

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Top Choice Bartending 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:

Kevin Poussard

(Contact Person)

Top Choice Bartending LLC

(Firm/Company)

7963 Sailboat Key Blvd S, Apt 508

(Address)

South Pasadena, Florida 33707

(City, State and Zip Code)

kevinpoussard@mac.com

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

For further information concerning this matter, please call:

Kevin Poussard at ( 571 ) 405-1133

(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

**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:  
Top Choice Bartending 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 Virginia  
(Enter state, or if a non-U.S. entity, the name of the country)

on May 20, 2022  
(date of organization, formation or incorporation)

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

Top Choice Bartending LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: January 1, 2025

**(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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CLERK OF STATE  
REGISTRARS  
24 DEC -6 AM 12:11

## ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

### ARTICLE I - Name:

The name of the Limited Liability Company is:

Top Choice Bartending 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:

7963 Sailboat Key Blvd S, Apt 508

South Pasadena, Florida 33707

#### Mailing Address:

7963 Sailboat Key Blvd S, Apt 508

South Pasadena, Florida 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:

Kevin Poussard

Name

7963 Sailboat Key Blvd S, Apt 508

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


South Pasadena

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..*

  
Registered Agent's Signature (REQUIRED)

(CONTINUED)

**Single-Member LLC Operating Agreement**  
**of**  
**Top Choice Bartending LLC**

**1. COMPANY.** This LLC Operating Agreement ("Agreement") entered as of the undersigned date shall take effect on January 1 2025, between the Company and its Members mentioned herein:

**a.) Formation Details.**

Company Name: Top Choice Bartending LLC

Principal Address: 7963 Sailboat Key Blvd S, Apt 508, South Pasadena, Florida, 33707

State of Formation: Virginia

Date of Formation: May 20 2022

**b.) Tax Classification.** The Company shall be classified for tax purposes as a(n) Disregarded Entity.

**c.) Business Purpose.** The purpose of the LLC is to engage in any lawful business activity for which a limited liability company may be organized.

**d.) Term.** In Perpetuity.

**e.) Fiscal Year-End (Tax Purposes).** The last day of the month of December.

**2. SINGLE MEMBER.** The Company is formed with a single Member known as:

Name: Kevin Poussard

Ownership: 100%

Mailing Address: 7963 Sailboat Key Blvd S, Apt 508, South Pasadena, Florida, 33707

Hereinafter known as the "Member." The Company is owned solely and in its entirety by the Member. In consideration of the mutual covenants set forth herein and other valuable consideration, the receipt and sufficiency of which hereby are acknowledged, the Member and the Company agree as follows:

**3. MEMBER DECISIONS.**

**a.) Business Decisions.** Business decisions related to the Company's activities, finances, and management shall be made solely by its Member unless a Manager is selected to handle its affairs.

**b.) Amending this Agreement.** Any amendments to this Agreement shall be made solely by the Member.

**c.) Adding New Members.** Adding new Members to this Company shall be made solely by the Member.

**d.) Dissolving the Company.** To dissolve the Company and cease business activities, this shall be made solely by the Member.

**4. MANAGEMENT.** Any and all decisions of the Company shall be made by the Member.

**5. DISTRIBUTIONS.** Company profits shall be distributed at the Member's sole discretion.

thereby, unless such action would substantially impair the benefits to any party of the remaining provisions of this Agreement.

#### 14. DEFINITIONS.

a.) Capital Contributions. The Member may make an initial capital contribution, although there is no obligation to make such a contribution. If made, the Member shall not receive interest on any contributions, and the capital account will reflect such contributions, profits, losses, and distributions. Return of any capital contributions, if made, will be at the Member's discretion. Any contributions made are not considered loans to the Company.

b.) Governing Law. This Agreement shall be governed by and construed in accordance with the statutory laws, regulations, and rules of the State of Formation without giving effect to any choice or conflict of law provision or rule, whether of the State of Formation or any other jurisdiction.

c.) Registered Agent. The registered agent and office of the Company shall be the same as recorded and filed with the Secretary of State. Such details were recorded and filed with the Secretary of State on the formation documents or when filing an annual report.

i. Service of Process. The registered agent and office of the Company shall serve as the service of process. As required by Governing Law, the registered agent shall meet the requirements of being open to accept notices.

d.) Secretary of State. Refers to the office or department where the Company is registered in State of Governing Law. The term "Secretary of State" is a general title, whether or not it exists in the State of Governing Law or if the Secretary of State's office is responsible for the formation of business entities.

e.) Management. The Company's business and affairs shall be managed, operated, and controlled by or under the selection made in Section 4. Such management shall have full authority to take necessary actions to achieve the Company's objectives. Such actions make legally bind the Company into certain agreements and contracts. No other individual or entity has the authority to act on behalf of the Company unless specific written authority has otherwise been granted.

i.) Manager's Compensation. If a Manager is selected to make decisions on behalf of and for the Company, and they shall be compensated, the payment made by the Company to the Manager is for their services performed. Such compensation can be changed at any time, whether or not it is amended in this Agreement.

f.) Member. The Member mentioned herein is the sole owner of the Company. Unless this Agreement is amended, the Member owns the Company in its entirety.

g.) Purpose. The business purpose is written in this Agreement for documentation reasons only. The Company is entitled to perform, engage, or be associated with any legal business purpose legal under law.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the day and year first above written.

Member's Signature: Kevin Poussard Date: 11/20/24  
Print Name: Kevin Poussard

# Commonwealth of Virginia



## State Corporation Commission

### CERTIFICATE OF FACT

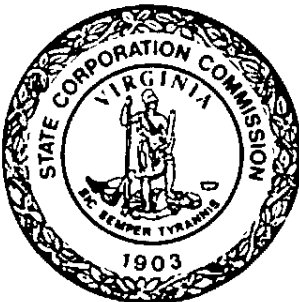
I Certify the Following from the Records of the Commission:

That Top Choice Bartending LLC is duly organized as a Limited Liability Company under the law of the Commonwealth of Virginia;

That the Limited Liability Company was formed on May 20, 2022; and

That the Limited Liability Company is in existence in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.



Signed and Sealed at Richmond on this Date:

November 20, 2024

A handwritten signature in black ink, appearing to read "Bernard J. Logan".

Bernard J. Logan, Clerk of the Commission

24 DEC -6 AM 12:11

FILED  
SECRETARY OF STATE  
JANUARY 10, 2025

Commonwealth of Virginia  
State Corporation Commission  
Office of the Clerk  
Entity ID: 11390975  
Filing Number: 2411207937860  
Filing Date/Time: 11/20/2024 04:01 PM  
Effective Date/Time: 11/20/2024 04:01 PM

**Certificate of Fact of Existence for VA and Foreign LLC**

**Entity Information**

Entity Name: Top Choice Bartending LLC

Entity Type: Limited Liability Company