

L25000007529

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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12/30/24--D1043--024 ♦♦150.00

S. CHATHAM
JAN -7 2025

FILED
2024 DEC 30 PM 11:29
SECRETARY OF STATE
TALLAHASSEE, FL

AFFIDAVIT AND ASSIGNMENT OF FLORIDA LLC NAME
Satori Group USA, LLC

For good and valuable consideration, the undersigned, James Anderson, as Manager of Satori Group USA, LLC, a Florida limited liability company ("Assignor") executes this Assignment this 12 day of December, 2024, and by execution hereof the Assignor hereby states as follows:

1. I am the manager of Satori Group USA, LLC, a Florida limited liability company, filed August 12, 2024, under Document Number L24000354046.
2. I no longer wish to do business under this name and authorize the release of the name for purposes of filing Articles of Conversion of my Texas company.
3. I hereby assign and transfer all right, title and interest of the corporate name Satori Group USA, LLC, a Florida limited liability company, to Satori Group USA, LLC, a Texas limited liability company ("Assignee").

Satori Group USA, LLC,
a Florida limited liability company

By: James Anderson, as its Manager

STATE OF Florida
COUNTY OF Lee SS:

The foregoing instrument was sworn to and acknowledged before me, an officer duly authorized in the State and County aforesaid, by means of ☒ physical presence, or ☐ online notarization, this 12 day of Dec, 2024, by James Anderson, as Manager of Satori Group USA, LLC, a Florida limited liability company, who executed the foregoing instrument and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 12 day of Dec, 2024.

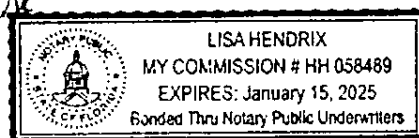
My Commission Expires: 1/15/2025
Personally Known or Produced Identification
Type of Identification Produced Florida Drivers License

Lisa Hendrix
NOTARY PUBLIC

(Typed/printed name)

Notary Commission No.:

Lisa Hendrix
HH 058489



COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Satori Group USA, 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:

James Anderson

(Contact Person)

(Firm/Company)

42461 Cascade Drive

(Address)

Babcock Ranch, FL 33982

(City, State and Zip Code)

James@satorigroupusa.com

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

For further information concerning this matter, please call:

James Anderson at (757) 633-1459
(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
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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

FILED
2024 DEC 30 PM 11:23
SECRETARY OF STATE
FLORIDA

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:
Satori Group USA, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a LLC
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Texas
(Enter state, or if a non-U.S. entity, the name of the country)

on September 21, 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**:
Satori Group USA, 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 12 day of December 2024

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative:

Printed Name: James Anderson

Title: Member

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

Signature:

Printed Name: James Anderson

Title: Member

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:

Satori Group USA, 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:

42461 Cascade Drive

Babcock Ranch, FL 33982

Mailing Address:

42461 Cascades Drive

Babcock Ranch, FL 33928

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:

James Anderson

Name

42461 Cascade Drive

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

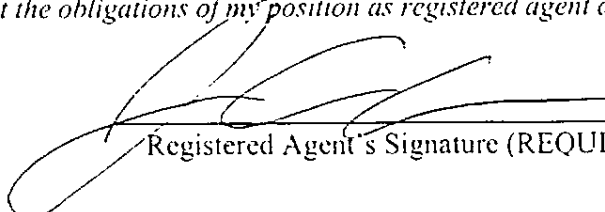
Babcock Ranch

FL 33982

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)

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:

James Anderson

42461 Cascade Drive

Babcock Ranch, FL 33982

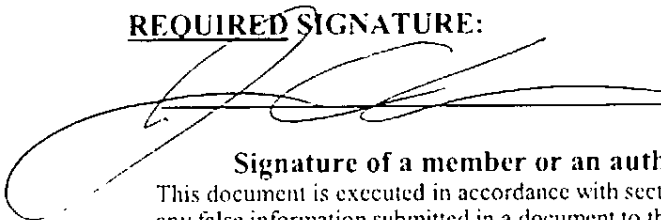
(Use attachment if necessary)

2024 DEC 30 PM 11:29
STATE OF FLORIDA
DEPARTMENT OF STATE

2024 DEC 30 PM 11:29
STATE OF FLORIDA
DEPARTMENT OF STATE

ARTICLE V: Other provisions, if any.

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.

James Anderson

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)