

M06000001785

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

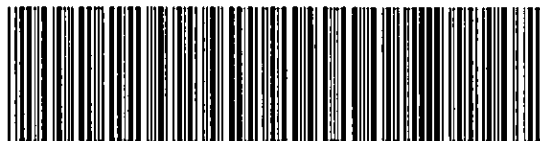
Special Instructions to Filing Officer:

Q. SILAS

APR 01 2022

3/21/22

Office Use Only



900381016569

03/14/22--01035--016 **60.00

SECRETARY OF STATE
TALLAHASSEE, FL

2022 MAR 21 AM 11:12

FILED



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

2022 MAR 21 PM 12:21

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL

February 28, 2022

BRYAN KRAVETZ
10445 WILSHIRE BLVD
SUITE 405
LOS ANGELES, CA 90024

SUBJECT: LWSC, LLC
Ref. Number: M06000001785

We have received your document and check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Querida R Silas
Regulatory Specialist II

Letter Number: 422A00004881

LAW OFFICES OF
BRYAN KRAVETZ
A PROFESSIONAL CORPORATION
10445 WILSHIRE BOULEVARD
SUITE 405
LOS ANGELES, CALIFORNIA 90024
TELEPHONE (310) 551-1070
MOBILE (310) 429-8304
TELECOPIER (310) 234-0362
EMAIL bryan@kravetzlaw.com

March 14, 2022

Registration Section, Division of Corporations
P.O. Box 6237
Tallahassee, FL 32314

Re: **LWSC, LLC; Florida Document No. M0600001785; Supplement to Application of Foreign Limited Liability Company to File Amendment to Certificate of Authority To Transact Business in Florida**

Ladies and Gentlemen:

This office represents LWSC, LLC, registered with your office under the above document number. When originally filed, LWSC, LLC was a California limited liability company.

On December 27, 2006 LWSC, LLC changed its jurisdiction of organization, filing its Articles of Continuance in the State of Wyoming.

On February 4, 2022 I forwarded an Application of Foreign Limited Liability Company to File Amendment to Certificate of Authority to Transact Business in Florida. **The sole purpose of the filing was to change (Amendment) the jurisdiction for LWSC, LLC from California to Wyoming.**

I have now received your letter of February 28, 2022 returning the Application unfiled. I attach your February 28, 2022 letter and the attachments, including my February 4, 2022 submission.

Your letter requests certified copies of the Wyoming Articles of Continuance and a Good Standing Certificate. I attach each, certified by the Wyoming Secretary of State as of March 10, 2022.

Please include each in the filing, approve and file the Application to Amend the LWSC, LLC filing in your state, changing the jurisdiction of the company from California to Wyoming.

Thank you for your courtesies.

Very truly yours,


BRYAN KRAVETZ

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LWSC, L.L.C
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Bryan Kravetz

Name of Person

Bryan Kravetz, APC

Firm/Company

10445 Wilshire Boulevard, Suite 405

Address

Los Angeles, CA 90024

City/State and Zip Code

Ko@lapas.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Bryan Kravetz

at (310) 551-1070

Name of Person

Area Code & Daytime Telephone Number

Mailing Address:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Enclosed is a check for the following amount:

- ☐ \$25 Filing Fee ☐ \$30 Filing Fee & Certificate of Status ☐ \$55 Filing Fee & Certified Copy ☒ \$60 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN FLORIDA

FILED
2022 MAR 21 AM 11:12

SECRETARY OF STATE
TALLAHASSEE, FL

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of
State: LWSC, LLC

Enter new principal office address, if applicable: _____

(Principal office address)
MUST BE A STREET ADDRESS

Enter new mailing address, if applicable: _____

(Mailing address)
MAY BE A POST OFFICE BOX

2. The Florida document number of this limited liability company is: M06000001785

3. Jurisdiction of its organization: California

4. Date authorized to do business in Florida: 03/28/2006

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: _____
(must contain "Limited Liability Company," "LLC," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "LLC," or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____

Enter Florida Street Address

_____, Florida _____
City Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

Wyoming--Per attached Foreign Limited Liability Articles of Continuance filed with the Wyoming Secretary of State 12/27/2006 and the attached Certificate of Good Standing issued by the Wyoming Secretary of State 01/24/2022.

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

9. Attached is a certificate, if required: no more than 90 days old, evidencing the
aforementioned amendment(s), duly authenticated by the official having custody of records in the
jurisdiction under the law of which this entity is organized.

☐ Remove

Signature of authorized representative

Laura Worchell

Typed or printed name of signer

Filing Fee: \$25.00



Wyoming Secretary of State

Edward A. Buchanan
Secretary of State

Karen L. Wheeler
Deputy Secretary of State

Certified Copy

Date: 03/11/2022 2:10PM

Through Date: 03/10/2022 2:10PM

Corporate Name: LWSC, LLC

The undersigned filing officer hereby certifies that the attached copies are a true and complete copy of the document as filed in this office.

Document Number	Description	Number of Pages
2016-000736873	Articles of Continuance – 12/27/2016	8 Pages



Respectfully,

Edward A. Buchanan

Edward A. Buchanan
Wyoming Secretary of State

Certified By: Kaytlynn Whisenhunt

STATE OF WYOMING
Office of the Secretary of State

I, ED MURRAY, Secretary of State of the State of Wyoming, do hereby certify that

LWSC, LLC

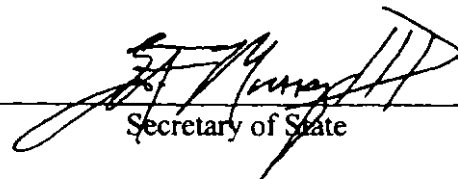
an entity originally organized under the laws of California on August 27, 2001, did on December 27, 2016 apply for a Certificate of Registration and filed Articles of Continuance in the office of the Secretary of State of State of Wyoming.

I further certify that **LWSC, LLC** renounced its jurisdiction of formation and is now formed under the laws of the State of Wyoming in accordance with Wyoming statutes.

I have affixed hereto the Great Seal of the State of Wyoming and duly executed this official certificate at Cheyenne, Wyoming on this **27th** day of **December, 2016**.



Filed Date: 12/27/2016


Secretary of State

By: Lance Cockrell

STATE OF WYOMING
Office of the Secretary of State

I, EDWARD A. BUCHANAN, SECRETARY OF STATE of the STATE OF WYOMING, do hereby certify that according to the records of this office,

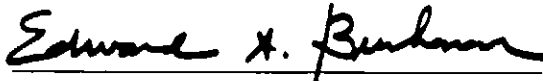
LWSC, LLC
is a
Limited Liability Company

did on **December 27, 2016**, comply with all applicable requirements of this office. Its period of duration is Perpetual. This entity has been assigned entity identification number **2016-000736873**.

This entity is in existence and in good standing in this office and has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and has not filed Articles of Dissolution.

I have affixed hereto the Great Seal of the State of Wyoming and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Cheyenne, Wyoming on this 8th day of March, 2022 at 5:03 PM. This certificate is assigned ID Number 050425315.




Secretary of State

LWSC, LLC
ARTICLES OF CONTINUANCE

Pursuant to W.S. § 17-29-1010, the undersigned hereby submits the following Articles of Continuance:

Section 1.01 Company Name

The name of the Limited Liability Company is:

LWSC, LLC

Section 1.02 State and Date of Organization

The Limited Liability Company was organized under the laws of the State of California on August 27, 2001.

Section 1.03 Close Limited Liability Company Election

The Limited Liability Company shall be a Close Limited Liability Company as provided by W.S. § 17-25-101 *et seq.*, the Wyoming Close Limited Liability Supplement.

Section 1.04 Principal Mailing Address

The principal mailing address of the Close Limited Liability Company is:

4221 Wilshire Blvd., #430
Los Angeles, CA 90010

Section 1.05 Registered Agent

The name and physical address of the registered agent located in the State of Wyoming is:

Teton Agents, LLC
575 S Willow Street
Jackson, WY 83001

IN WITNESS WHEREOF the undersigned forms this Close Limited Liability Company.

Executed this 5th day of December, 2016.


Laura Worchell, Manager



LWSC, LLC
RESOLUTION OF CONTINUANCE

The undersigned, the Members of LWSC, LLC, a California limited liability company (the "Company"), hereby certify that the following resolutions were adopted by unanimous consent at a Special Meeting of the Members upon waiver of all notice requirements by the undersigned Members, and that said resolutions remain in full force and effect in the form adopted:

Resolved, that the Company shall continue operations in the State of Wyoming by filing Articles of Continuance with the Wyoming Secretary of State, and shall continue its existence in the organizational form of a Wyoming close limited liability company.

Resolved, that the name LWSC, LLC shall be used for the Wyoming close limited liability company.

Resolved, that such continuance is expressly authorized by the laws of the State of Wyoming pursuant to W.S. § 17-29-1010.

IN WITNESS WHEREOF, the undersigned have executed these Resolutions effective as of the date first listed below.

Date: 12/5/16

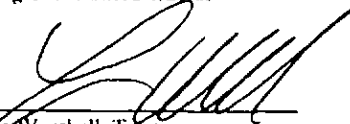
MEMBERS:

Laura Worchell, Trustee of the Survivor's Trust under the Laura and Larry Worchell Living Trust dated 1/21/05



Laura Worchell, Trustee

Laura Worchell, Trustee of the Marital Trust under the Laura and Larry Worchell Living Trust dated 1/21/05



Laura Worchell, Trustee



Secretary of State
Certificate of Cancellation
Limited Liability Company (LLC)

LLC-47

FILED
Secretary of State
State of California

JAN 31 2017

IMPORTANT — Read instructions before completing this form.

There is **No Fee** for filing a Certificate of Cancellation

Copy Fees — First page \$1.00; each attachment page \$0.50;
Certification Fee - \$5.00

ice This Space For Office Use Only

1. Limited Liability Company Name (Enter the exact name of the LLC as
it is recorded with the California Secretary of State)

LWSC, LLC

2. 12-Digit Secretary of State File Number

200124110014

3. Dissolution (California LLCs ONLY: Check the box if the vote to dissolve was made by the vote of **ALL** the members.)

☒ The dissolution was made by a vote of **ALL** of the members of the California Limited Liability Company.

Note: If the above box is not checked, a **Certificate of Dissolution** (Form LLC-3) must be filed prior to or together with this
Certificate of Cancellation. (California Corporations Code section 17707.08(a).)

4. Tax Liability Statement (Do not alter the Tax Liability Statement.)

All final returns required under the California Revenue and Taxation Code have been or will be filed with the
California Franchise Tax Board.

5. Cancellation Statement (Do not alter the Cancellation Statement.)

Upon the effective date of this Certificate of Cancellation, the Limited Liability Company's registration is
cancelled and its powers, rights and privileges will cease in California.

6. Read and Sign Below (See instructions for signature requirements.)

By signing this document, I certify that the information is true and that I am authorized by California law to sign.

Signature

LAURA WORCHELL

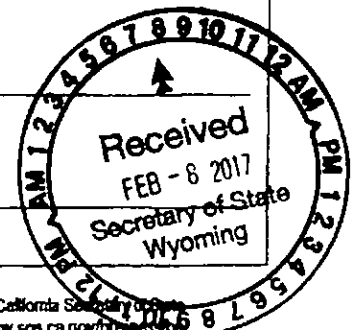
Type or Print Name

Signature

Type or Print Name

Signature

Type or Print Name





I hereby certify that the foregoing
transcript of _____ page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

FEB 06 2017 *ms*

Date: _____

Alex Padilla
ALEX PADILLA, Secretary of State



State of California
Bill Jones
Secretary of State

LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION

A \$70.00 filing fee must accompany this form.
IMPORTANT - Read instructions before completing this form.

200124110014
File#

FILED
In the Office of the Secretary of State
of the State of California

AUG 27 2001

Bill Jones
BILL JONES, Secretary of State

This Space For Filing Use Only

1. Name of the limited liability company (end the name with the words "Limited Liability Company," "Ltd. Liability Co.," or the abbreviations "LLC" or "LLC.")
LWSC, LLC

2. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the Beverly-Killea limited liability company act.

3. Name the agent for service of process and check the appropriate provision below:

LARRY WORCHELL

which is

☒ an individual residing in California. Proceed to item 4.

☐ a corporation which has filed a certificate pursuant to section 1505. Proceed to item 5.

4. If an individual, California address of the agent for service of process:

Address:

7714 Woodrow Wilson Dr

City:

Los Angeles,

State: CA

Zip Code:

90046

5. The limited liability company will be managed by: (check one)

☐ one manager ☒ more than one manager ☐ single member limited liability company ☐ all limited liability company members

6. Other matters to be included in this certificate may be set forth on separate attached pages and are made a part of this certificate. Other matters may include the latest date on which the limited liability company is to dissolve.

7. Number of pages attached, if any:

0

8. Type of business of the limited liability company. (For informational purposes only)

investments

9. DECLARATION: It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.

Howard A. Krom
Signature of Organizer

HOWARD A. KROM

Type or Print Name of Organizer

8-24-01
Date

10. RETURN TO:

NAME

HOWARD KROM

FIRM

9401 Wilshire Blvd. Suite 1250

ADDRESS

Beverly Hills, CA

CITY/STATE

ZIP CODE

90212



I hereby certify that the foregoing
transcript of _____ page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

DEC 15 2016

Date: _____ JTN

Alex Padilla

ALEX PADILLA, Secretary of State

Consent To Appointment By Registered Agent

Wyoming Secretary of State
Corporations Division
The State Capital Building
Cheyenne, Wyoming 82002-0020

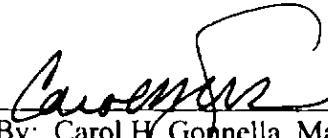
Phone (307) 777-7311/7312
Fax (307) 777-5339
E-mail: corporations@state.wy.us

Teton Agents, LLC, A Wyoming Close Limited Liability Company, voluntarily consents to serve as the registered agent for LWSC, LLC, a Wyoming Close Limited Liability Company, on the date shown below.

Teton Agent, LLC, A Wyoming Close Limited Liability Company, hereby certifies that it is in compliance with the requirements of W.S. 17-28-101 through 17-28-111.

Teton Agents, LLC, A Wyoming Close Limited Liability Company, hereby certifies that it is a domestic Wyoming entity whose business office is identical with the registered office.

Dated this 20 day of December, 2016.


By: Carol H. Gonnella, Manager
Teton Agents, LLC, A Wyoming Close Limited
Liability Company
575 South Willow Street
PO Box 1226
Jackson, Wyoming 83001
(307) 733-5890 - voice
(307) 734-0544 - facsimile