

1116 0000006697

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

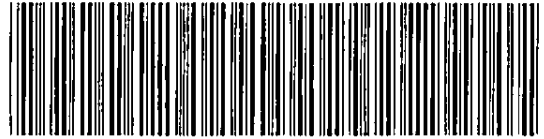
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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07/01/24--01013--014 **25.00

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STATE OF ALABAMA
HALL COUNTY, ALABAMA

A. HUNT

07/01/24

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Wilbur-Ellis Nutrition, LLC
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:

Jessica von Heuss
Name of Person

Registered Agent Solutions, Inc.
Firm/Company

5301 Southwest Parkway #400
Address

Austin, TX 78735
City/State and Zip Code

orders@rasi.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jessica von Heuss at (888) 705-7274
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 FILE
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN FLORIDA**

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: Wilbur-Ellis Nutrition, 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: M16000006697

3. Jurisdiction of its organization: California

4. Date authorized to do business in Florida: 08/22/2016

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

5. New name of the limited liability company: _____
(must contain "Limited Liability Company," "L.L.C." 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," "L.L.C." 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

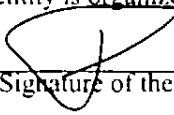
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

Delaware

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(c), 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.



Signature of the authorized representative

Timothy J. Nestler

Typed or printed name of signee

Filing Fee: \$25.00

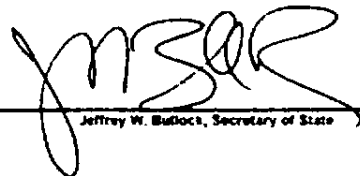
Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND
CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A CALIFORNIA
LIMITED LIABILITY COMPANY UNDER THE NAME OF "WILBUR-ELLIS
NUTRITION, LLC" TO A DELAWARE LIMITED LIABILITY COMPANY, FILED IN
THIS OFFICE ON THE FIRST DAY OF MAY, A.D. 2024, AT 3:41 O'CLOCK
P.M.




Jeffrey W. Bullock, Secretary of State

3570044 8100V
SR# 20242937167

Authentication: 203758910
Date: 06-20-24

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CALIFORNIA LIMITED LIABILITY COMPANY TO A
DELAWARE LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 18-214 OF
THE DELAWARE LIMITED LIABILITY COMPANY ACT**

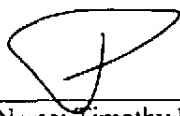
Dated May 1, 2024

This Certificate of Conversion (this "Certificate") has been duly executed and is being filed to convert Wilbur-Ellis Nutrition, LLC, a California limited liability company (the "Company"), to Wilbur-Ellis Nutrition, LLC, a Delaware limited liability company (the "LLC"), pursuant to Section 18-214 of the Delaware Limited Liability Company Act, 6 *Del. C.* § 18-101 *et seq.* (the "LLC Act").

1. The jurisdiction where the Company was first formed, and its jurisdiction immediately prior to filing this Certificate, is the State of California.
2. The date on which the Company was first formed, and the date of filing of its original articles of organization with the Secretary of State of the State of California, was September 28, 2015.
3. The name of the Company immediately prior to filing this Certificate is Wilbur-Ellis Nutrition, LLC.
4. The name of the company to which the Company shall be converted, as set forth in the certificate of formation of the Company filed in accordance with Section 18-214 of the LLC Act is Wilbur-Ellis Nutrition, LLC.
5. The conversion of the Company to the LLC shall become effective upon the filing of this Certificate with the Secretary of State of the State of Delaware.

(Signature page follows)

IN WITNESS WHEREOF, this Certificate has been executed by the undersigned on the date first set forth above.

A handwritten signature in black ink, appearing to be 'Timothy Nestler', written over a horizontal line.

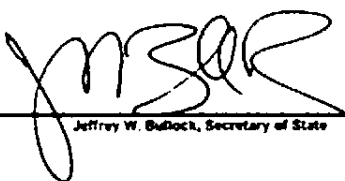
Name: Timothy Nestler
Title: Authorized Person

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF FORMATION OF "WILBUR-ELLIS
NUTRITION, LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF MAY,
A.D. 2024, AT 3:41 O'CLOCK P.M.


Jeffrey W. Bullock, Secretary of State

3570044 8100
SR# 20242937167

Authentication: 203758911
Date: 06-20-24

You may verify this certificate online at corp.delaware.gov/authver.shtml

CERTIFICATE OF FORMATION

OF

WILBUR-ELLIS NUTRITION, LLC

FIRST: The name of the limited liability company is Wilbur-Ellis Nutrition, LLC (the "Company").

SECOND: The address of its registered office in the State of Delaware is: 838 Walker Road Suite 21-2, city of Dover, county of Kent, Delaware 19904. The name of its registered agent at such address is: Registered Agent Solutions, Inc.

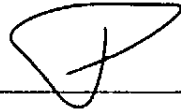
THIRD: This Certificate of Formation shall be effective upon the filing of this Certificate of Formation with the Delaware Secretary of State.

FOURTH: The personal liability of the members, managers and officers of the Company is hereby limited and eliminated to the fullest extent permitted by the laws of the State of Delaware, as the same may be amended and supplemented from time to time.

FIFTH: The Company shall have the power to indemnify and advance legal defense fees to its members, managers and officers to the fullest extent permitted by the laws of the State of Delaware, as the same may be amended and supplemented from time to time.

(Signature page follows)

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation on the
1st day of May, 2024.

By:  _____
Name: Timothy J. Nestler
Title: Authorized Person



California Secretary of State

Business Programs Division

1500 11th Street, Sacramento, CA 95814

Request Type: Certified Copies

Entity Name: WILBUR-ELLIS NUTRITION, LLC

Formed In: CALIFORNIA

Entity No.: 201527110430

Entity Type: Limited Liability Company - CA

Issuance Date: 06/21/2024

Copies Requested: 1

Receipt No.: 007362531

Certificate No.: 222030819

Document Listing

Reference #	Date Filed	Filing Description	Number of Pages
B2675-4864	05/01/2024	Conversion to Nonqualified Entity	3

** **** * End of list ***** **

I, SHIRLEY N. WEBER, PH.D., California Secretary of State, do hereby certify on the Issuance Date, the attached document(s) referenced above are true and correct copies and were filed in this office on the date(s) indicated above.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California on June 21, 2024.

SHIRLEY N. WEBER, PH.D.
Secretary of State

To verify the issuance of this Certificate, use the Certificate No. above with the Secretary of State Certification Verification Search available at bizfileOnline.sos.ca.gov.