

PO9000050525

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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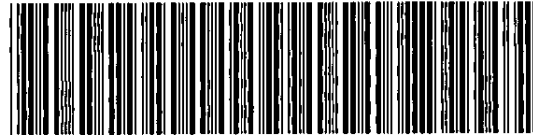
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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09 JUN 10 PM 12:23
REGISTRATION
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

JUN 10 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SAKE CAFÉ GAINESVILLE, INC.

Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

SUSAN S. THOMPSON

Contact Person

SMITH, THOMPSON, SHAW & MANAUSA, P. A.

Firm/Company

3520 THOMASVILLE ROAD, 4TH FLOOR

Address

TALLAHASSEE, FL 32309

City, State and Zip Code

susans@stslaw.com

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

For further information concerning this matter, please call:

SUSAN S. THOMPSON

Name of Contact Person

at (850) 893-4105

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$105.00 Filing Fees ☐ \$113.75 Filing Fees and Certificate of Status ☐ \$113.75 Filing Fees and Certified Copy ☒ \$122.50 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

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TALLAHASSEE, FLORIDA

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

SAKE CAFE GAINESVILLE, LLC

Enter Name of Other Business Entity

L09000050659

2. The "Other Business Entity" is a LIMITED LIABILITY COMPANY
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

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

on MAY 26, 2009
Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

SAKE CAFÉ GAINESVILLE, INC.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND 2)** must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

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TALLAHASSEE, FLORIDA

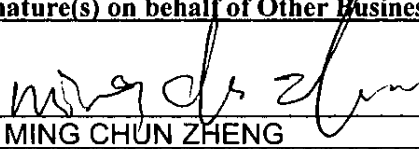
Signed this 6/16/09 day of JUNE, 20 09.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: _____

Printed Name: MING CHUN ZHENG Title: PRESIDENT

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

Signature: 
Printed Name: MING CHUN ZHENG Title: MANAGING MEMBER

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

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.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$ 8.75 (Optional)
Certificate of Status:	\$ 8.75 (Optional)

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
SAKE CAFÉ GAINESVILLE, INC.**

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TALLAHASSEE, FLORIDA

I

The Name of the corporation shall be **SAKE CAFÉ GAINESVILLE, INC.**, whose principal office shall be located 3100 SW Archer Road, Gainesville, Florida 32608.

II

The duration of the corporation shall be perpetual.

III

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

IV

The corporation shall consist of 100 authorized shares of stock with a par value of \$1.00.

V

The number of directors that the corporation shall have shall not be less than one or more than five. This number may be changed from time to time in accordance with the Bylaws of the corporation.

VI

The initial board of directors shall be three in number. The directors' and officers' names and addresses are as follows:

Ming Chun Zheng
Director/President

3100 SW Archer Road
Gainesville, Florida 32608

Chang Biao Zheng
Director/Vice President

3100 SW Archer Road
Gainesville, Florida 32608

Hui Deng Zheng
Director/Secretary-Treasurer

3100 SW Archer Road
Gainesville, Florida 32608

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VII

The manner of election of directors is referred to in the Bylaws.

VIII

The name and address of the incorporator is Ming Chun Zheng, 3100 SW Archer Road, Gainesville, Florida 32608.

IX

The name of the initial registered agent of the corporation is Susan S. Thompson, 3520 Thomasville Road, 4th Floor, Tallahassee, Florida 32309.

X

This corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

THE UNDERSIGNED, being the original incorporation hereinafter named for the purpose of forming a corporation to do business both within and without the State of

Florida, to make, subscribe, acknowledge, and file these Articles, hereby declares and certifies that the facts herein stated are true and accordingly have hereunto set my hand and seal this ____ day of June, 2009.


MING CHUN ZHENG


CHANG BIAO ZHENG


HUI DENG ZHENG

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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT WITH WHOM
PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in
compliance with said Act:

First that **SAKE CAFÉ GAINESVILLE, INC.** desiring to organize under the laws of
the State of Florida with its principal office indicated in the articles of incorporation in the
City of Tallahassee, County of Leon, State of Florida, has named Susan S. Thompson,
3520 Thomasville Road, 4th Floor, Tallahassee, Florida 32309 as its agent to accept
service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above corporation, at the
place designated in this certificate, I hereby accept to act in this capacity and agree to
comply with the provision of said Act relative to being available at said location.


SUSAN S. THOMPSON

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TALLAHASSEE, FLORIDA

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