

PI4000066010

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

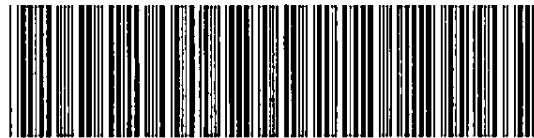
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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Office Use Only



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2023 MAY -8 PM 1:21

COURT CLERK
JANET L. BROWN

Conversion

MAY 17 2023

D CUSHING

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Sears Group, Inc.
Name of Florida Profit Corporation

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Profit Corporation into an a business entity formed under the laws of another jurisdiction in accordance with s. 607.11933, F.S.

Please return all correspondence concerning this matter to:

John Cussen

Contact Person

John Cussen, P.C.

Firm/Company

1409 Birch Leaf Road

Address

Chesapeake, VA 23320

City, State and Zip Code

johncussen1@cox.net

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

For further information concerning this matter, please call:

John Cussen

Name of Contact Person

at (757) 479-0361

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35.00 Filing Fee

☐ \$43.75 Filing Fee
and Certificate of
Status

☒ \$43.75 Filing Fee
and Certified Copy

☐ \$52.50 Filing Fee,
Certified Copy, and
Certificate of Status

Mailing Address:

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

Street Address:

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

607.1622 (10) As a condition of a conversion of a domestic corporation to another type of entity under s. 607.11930, the domestic corporation converting to the other type of entity must be active and current in filing its annual reports in the records of the department through December 31 of the calendar year in which the articles of conversion are submitted to the department for filing.

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2023 MAY -8 PM 1:21
CORPORATE STATE
TALLAHASSEE, FL

John Cussen, P.C.
Attorney at Law

1409 Birch Leaf Road
Chesapeake, Virginia 23320
Phone (757) 479-0361
johncussen1@cox.net

May 5, 2023

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

Re: Sears Group, Inc.
Ref. No. P14000066010

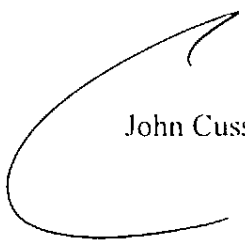
Dear Sirs:

Enclosed are the following documents:

1. Articles of Conversion for Sears Group, Inc.;
2. A copy of a letter dated March 23, 2023, from your office regarding the need for an annual report to be filed for Sears Group, Inc. for the current year; and
3. A copy of the annual report for Sears Group, Inc. for 2023 (filed online on April 27, 2023).

Please process the Articles of Conversion and feel free to contact me if you have any questions.

Sincerely,



John Cussen

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 23, 2023

JOHN CUSSEN
JOHN CUSSEN, P.C.
1409 BIRCH LEAF ROAD
CHESAPEAKE, VA 23320

SUBJECT: SEARS GROUP, INC
Ref. Number: P14000066010

We have received your document for SEARS GROUP, INC and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), s.607.1622(9) and/or 607.1622(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

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.

Diane Cushing
Senior Section Administrator

Letter Number: 423A00006763



Articles of Conversion
For
Florida Profit Corporation
Into a
Non-Florida Business Entity

The Articles of Conversion are submitted to convert the following **Florida Profit Corporation** into an a business entity formed under the laws of another jurisdiction in accordance with s. 607.11933, Florida Statutes.

1. The name of the Florida Profit Corporation converting into the (converted) resulting business entity is:

Sears Group, Inc.

PI4-6600

Enter Name of Florida Profit Corporation

2. The name of the resulting business entity is:

Sears Group, Inc.

Enter Name of (Converted) Resulting Business Entity

3. The (converted) resulting entity is a **Corporation**
(Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

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

4. The above referenced Florida Profit Corporation has converted into another business entity in compliance with Chapter 607, F.S.

5. The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, F.S.

Pursuant to s. 607.11933(4)(6) F.S. The conversion becomes effective at the later of:

1. The date and time provided by the organic law of the (converted) resulting entity; or
2. When the articles of conversion take effect.

Signed this 27 day of December 2022.

Signature: *Michael H. Sears*

(Must be signed by a Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: Michael H. Sears Title: President

Fees: Filing Fee: \$35.00
Certified Copy: \$8.75 (Optional)
Certificate of Status: \$8.75 (Optional)

SECRETARY OF STATE
FILING OFFICE
TALLAHASSEE, FLORIDA

2023 MAR -8 PM 1:21

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