

P150000059141

(Requestor's Name)

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(Address)

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☐ PICK-UP      ☐ WAIT      ☐ MAIL

(Business Entity Name)

(Document Number)

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**JUL 16 2015**

T SCHROEDER

**Wolters Kluwer**  
Corporate Legal Services

515 East Park Avenue Tallahassee, FL, 32301

850-205-8842

**SPANKS NUTRA LLC**

**Thank you!**

☒ Profit ARTICLES

☐ Amendment

☐ Merger

☐ Nonprofit

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Reinstatement

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ LLC

☐ Name Registration

☐ Fictitious Name

☐ UCC

☐ Certified Copy

☐ Photocopies

**CONVERSION**

☐ Call When Ready

☐ Call If Problem

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name \_\_\_\_\_

7/16/2015

Order#:

Availability \_\_\_\_\_

**Biz-Filings**

Document \_\_\_\_\_

CB

Examiner \_\_\_\_\_

Ref#: \_\_\_\_\_

Updater \_\_\_\_\_

Verifier \_\_\_\_\_

W.P. Verifier \_\_\_\_\_

Amount: \$ \_\_\_\_\_

**COVER LETTER**

**TO:** Charter Section  
Division of Corporations

**SUBJECT:** Spanks Nutra LLC

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:

Jessica Marschke

Contact Person

BizFilings

Firm/Company

8020 Excelsior Dr. Suite 200

Address

Madison, WI 53717

City, State and Zip Code

agent@bizfilings.com

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

For further information concerning this matter, please call:

Jessica Marschke at ( 800 ) 981-7183

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- |  |   |   |  |
|--|---|---|--|
| <input checked="" type="checkbox"/> \$105.00 Filing Fees | <input type="checkbox"/> \$113.75 Filing Fees<br>and Certificate of<br>Status | <input type="checkbox"/> \$113.75 Filing Fees<br>and Certified Copy | <input type="checkbox"/> \$122.50 Filing Fees,<br>Certified Copy, and<br>Certificate of Status |
|--|---|---|--|

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

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

**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:

Spanks Nutra LLC

Enter Name of Other Business Entity

2. The "Other Business Entity" is a Limited Liability Company  
(Enter entity type. Example: limited liability company, limited partnership,  
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 6/27/2013  
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**:

Spanks Nutra 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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Signed this 13<sup>th</sup> day of July, 20 15.

**Required Signature for Florida Profit Corporation:**

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

Printed Name: Onofrio Lanzisera Title: President

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

Signature: Onofrio Lanzisera  
Printed Name: Onofrio Lanzisera Title: 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)

## ARTICLES OF INCORPORATION

In compliance with Chapter 607, F.S.

### ARTICLE I NAME

The name of the corporation shall be: Spanks Nutra Inc.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:  
4000 Hollywood Blvd., Suite 555-S, Hollywood, Florida 33021

### ARTICLE III PURPOSE

The purpose for which the corporation is organized is: All lawful business

### ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2000.  
The par value of each share of stock is one cent (\$0.01).

### ARTICLE V OFFICERS/DIRECTORS

Onofrio Lanzisera, 4000 Hollywood Blvd, Suite 555-S, Hollywood, Florida 33021

The initial officers of the corporation are:

Onofrio Lanzisera, President, 4000 Hollywood Blvd, Suite 555-S, Hollywood, Florida 33021

Onofrio Lanzisera, Vice-President, 4000 Hollywood Blvd, Suite 555-S, Hollywood, Florida 33021

Onofrio Lanzisera, Secretary, 4000 Hollywood Blvd, Suite 555-S, Hollywood, Florida 33021

Onofrio Lanzisera, Treasurer, 4000 Hollywood Blvd, Suite 555-S, Hollywood, Florida 33021

### ARTICLE VI REGISTERED AGENT

The name and Florida Street address of the registered agent is: Business Filings Incorporated, 1200 South Pine Island Road, Plantation, Florida 33324. Located in the County of Broward.

### ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Business Filings Incorporated, 8020 Excelsior Dr., Suite 200, Madison, WI 53717.

I hereby accept the appointment as registered agent and agree to act in this capacity.

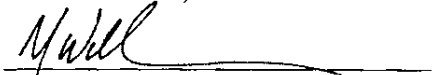
Signature:



Business Filings Incorporated  
Mark Williams, A.V.P.

Date: 13<sup>th</sup> day of July, 2015

Signature:



Business Filings Incorporated, Incorporator  
Mark Williams, A.V.P.

Date: 13<sup>th</sup> day of July, 2015

The document was prepared by: Business Filings Incorporated, Mark Williams, 8020 Excelsior Dr., Suite 200, Madison, WI 53717. 608-827-5300

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