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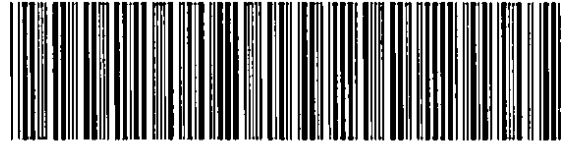
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December 28, 2018

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Attn: Conversion Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Articles of Conversion
Genesis Building Partners, Inc. ("GBP INC") to
Genesis Building Partners, LLC ("GBP LLC")


19 JAN -2 PM 2:04
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Dear Sir or Madam:

Enclosed please find the Articles of Conversion, along with new Articles of Organization in connection with the above-referenced matter. Also enclosed is our check in the amount of \$160.00 for the filing fee.

Feel free to contact me at 813-273-4295 or lab@macfar.com if you have any questions or need any further information in order to process this filing.

Very truly yours,


Lorie A. Brownson, FRP
Paralegal

**Articles of Conversion
for
Genesis Building Partners, Inc., a Florida corporation
Into
Genesis Building Partners, LLC, a Florida limited liability company**

P18-85826

The Articles of Conversion and attached Articles of Organization are submitted to convert a Florida corporation into a Florida limited liability company in accordance with Fla. Stat. 607.1112.

1. The name of the Florida corporation immediately prior to the filing of the Articles of Conversion is: **Genesis Building Partners, Inc.**

2. Genesis Building Partners, Inc. is a corporation first organized, formed or incorporated under the laws of the State of Florida on October 12, 2018, under Document No.: P18000085826.

3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is: **Genesis Building Partners, LLC**

4. Genesis Building Partners, Inc., having previously adopted a Plan of Conversion, does hereby file these Articles of Conversion, to be effective December 28, 2018.

5. The Plan of Conversion has been approved in accordance with all applicable statutes.

6. Each share of stock of Genesis Building Partners, Inc. outstanding shall be converted into a Unit of Membership Interest in Genesis Building Partners, LLC.

Signed this 28th day of December 2018.

Genesis Building Partners, Inc.

By: 
Sergio L. Torrente, President

19 JAN - 2 PM 2: 34
STATE OF FLORIDA
SECRETARY OF STATE

**ARTICLES OF ORGANIZATION
OF
GENESIS BUILDING PARTNERS, LLC**

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, does hereby form a limited liability company under the laws of the State of Florida.

ARTICLE I

Name

The name of the limited liability company shall be: **Genesis Building Partners, LLC**

ARTICLE II

Address and Place of Business

The mailing address and principal place of business for the limited liability company is:

514 S. Lakemont Avenue
Winter Park, Florida 32792

ARTICLE III

Period of Duration

The limited liability company shall begin existence on the day of filing, and shall continue into perpetuity, or until dissolved in a manner provided by law or in the operating agreement adopted by the members of the limited liability company.

ARTICLE IV

Purposes

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida, subject to any restrictions in the company's operating agreement.

ARTICLE V

Registered Office and Registered Agent

The street address of the limited liability company's initial registered office is:

201 N. Franklin Street, Suite 2000
Tampa, Florida 33602

The initial registered agent at such address is **James W. Goodwin**. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 605, Florida

FILED
19 JAN - 2 PM 2:09
HAYDEN R. ...

Statutes. **James W. Goodwin** is specifically authorized to sign and file such Affidavits as may be required under Section 605.0203(1)(b), Florida Statutes.

ARTICLE VI
Management

The management of the limited liability company, unless otherwise provided in the articles of organization or the operating agreement, shall be vested in a Board of Managers. The initial managers shall be:

Sergio L. Torrente
514 S. Lakemont Avenue
Winter Park, Florida 32792

Glenn W. Jones, Jr.
3203 Bayshore Blvd., Unit 301
Tampa, Florida 33629

Douglas N. Jones
1414 W. Swann Avenue, Ste. 100
Tampa, Florida 33606

Ronnie Kent
10943 Van Road
Arlington, Tennessee 38002

ARTICLE VII
Continuity of Business

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the business of the limited liability company shall not cease and the limited liability company shall not be dissolved unless the business of the limited liability company is terminated by the consent or agreement of all remaining members.

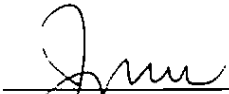
ARTICLE VIII
Operating Agreement

The members of the limited liability company shall adopt an operating agreement which shall act as the operating agreement of the members pertaining to the regulation, management and affairs of the limited liability company, provided that such operating agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The operating agreement shall be repealed or altered only by the members of the limited liability company, in the manner set forth in the operating agreement.

ARTICLE IX
Acknowledgment

The undersigned subscriber does hereby certify that the foregoing constitutes the proposed Articles of Organization of **Genesis Building Partners, LLC**.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 28th day of December 2018.



James W. Goodwin
Attorney and Authorized Representative

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

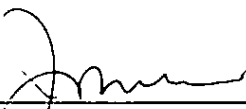
PURSUANT TO THE PROVISIONS OF SECTION 605, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **Genesis Building Partners, LLC**
2. The name and address of the registered agent and office is:

James W. Goodwin
201 N. Franklin Street, Suite 2000
Tampa, Florida 33602

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: December 28, 2018



James W. Goodwin
Registered Agent