

L06000095202

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

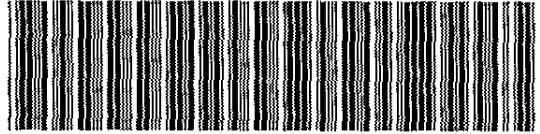
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9/27/00 TASHANA

LOUIS C ANDERSON
Requestor's Name
224 COMMERCIAL BLVD #310
Address
LAUDERDALE, FL 33308
City State ZIP Phone
by the SEA
(954) 772-8050

CORPORATION(S) NAME

UGHT SHARE, LLC

- | | | |
|--|---|--|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input checked="" type="checkbox"/> Other CONVERSION |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Reservation | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> Mail Out |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up | |

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CERTIFICATE OF CONVERSION OF BANK SHARE, L.P., A NEW JERSEY
LIMITED PARTNERSHIP TO OUGHT SHARE, LLC, A FLORIDA LIMITED
LIABILITY COMPANY

Pursuant to section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the *attached articles of organization* and this certificate of conversion to convert to a Florida limited liability company:

FIRST: The name of the unincorporated business immediately prior to filing this document was:

Bank Share, L.P., a limited partnership.

SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

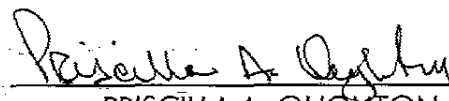
A. Date: September 13, 1983.

B. Jurisdiction: New Jersey, USA.

C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: Same.

THIRD: The name of the limited liability company as set forth in the *attached* articles of organization is: Ought Share, LLC.


JOHN OUGHTON, III,
Manager


PRISCILLA A. OUGHTON,
Manager

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

ARTICLES OF ORGANIZATION
OF
OUGHT SHARE, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name.

The name of the limited liability company is OUGHT SHARE, LLC (hereinafter referred to as the "Company").

2. Company Existence

The Company's existence shall be perpetual and shall be effective upon the filing of these Articles of Organization with the Florida Department of State.

5. Address Of Place Of Business.

The mailing address for the Company is 4615 W. Tradewinds Avenue, Lauderdale-by-the-Sea, FL 33308, and the street address of the place of business for the Company is 4615 W. Tradewinds Avenue, Lauderdale -by-the-Sea, FL, 33308. These addresses may be changed from time to time as provided in the Operating Agreement.

6. Registered Agent.

The initial registered agent in Florida for the Company is PRISCILLA A. OUGHTON, and the initial registered office is located at 4615 W. Tradewinds Avenue, Lauderdale-by-the-Sea, FL, 33308.

7. Purpose And Power

The Company shall be formed for the purpose of buying and selling, owning, managing, and financing both real and personal property, and for any other lawful purposes, and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which companies may be organized under the Act. In connection with the above-mentioned purposes, the Company shall have the power to invest its funds in, real property and securities, to acquire, own, and dispose of real and personal property, to make loans and purchase and sell businesses, and to do all other acts incidental and necessary to the accomplishment of the foregoing purposes, to the extent permitted under the Florida Limited Liability Company Act.

8. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

9. Members.

The Company shall have at least one member and may admit additional members on the prior *unanimous* written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

10. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

11. Management.

The overall management and control of the business and affairs of the Company may be vested in its members or in managers, as provided in the Operating Agreement.

12. Real Estate Documents

All conveyances and mortgages of and leases relating to real property, and all promissory notes, mortgages, security agreements and other documents pertaining to loans made by the Company shall be executed by a Manager (President or Vice President), and all releases of mortgages, liens, judgments, or other claims that are required by law to be made of record may be executed by a Manager (President or Vice President).

13. Amendment Of Articles of Organization

The Company reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute and all rights conferred upon Members herein are granted subject to this reservation.

14. Indemnification.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager, or Officer or director, to the full extent permitted under the Act.

Executed at Broward County, Florida, on September 26, 2006.

By: Priscilla A. Oughton member
PRISCILLA A. OUGHTON, Member

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me on September 26, 2006, by PRISCILLA A. OUGHTON, as a Member of OUGHT SHARE, LLC, who ☒ is personally known to me or () produced _____ as identification.

Louis C. Anderson
Notary Public — State of Florida
Print Name:

(Seal)



Louis C Anderson
My Commission DD298787
Expires April 28, 2008

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in these Articles. I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.

(In accordance with section 608.403(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Priscilla Oughton
Signature of Registered Agent

PRISCILLA A. OUGHTON
Typed or printed name of signee