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Conversion

1.

Disaster Pro Restoration, Inc.

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

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**CERTIFICATE OF CONVERSION**  
**FOR**  
**DISASTER PRO RESTORATION, INC.**  
**INTO A**  
**FLORIDA LIMITED LIABILITY COMPANY**

This Certificate of Conversion and attached Articles of Organization are submitted to convert Disaster Pro Restoration, Inc. (the "Other Business Entity") into a Florida Limited Liability Company in accordance with Section 605.1045, Florida Statutes.

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

DISASTER PRO RESTORATION, INC.

014000039070

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Florida on April 28, 2014.

3. The jurisdiction of the "Other Business Entity" was not changed and it was and is incorporated under the laws of the State of Florida.

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

DISASTER PRO RESTORATION, LLC

5. This conversion shall be effective on the date of filing.

6. The conversion is permitted by the applicable laws governing the other business entity and the conversion complies with such laws and the requirements of sections 605.1041-605.1046, F.S., in effecting the conversion.

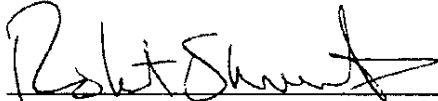
7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

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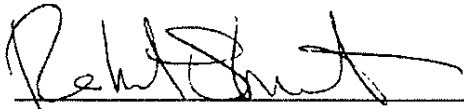
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Signed this 12<sup>th</sup> day of June, 2014.

Signature of Authorized Representative of Limited Liability Company: Individual signing affirms that the facts stated in this document are true.

  
Robert J. Showalter, Manager

Signature on behalf of Other Business Entity: Individual signing affirms that the facts stated in this document are true.

  
Robert J. Showalter, President

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**PLAN OF CONVERSION  
OF  
DISASTER PRO RESTORATION, INC.  
A FLORIDA CORPORATION**

This Plan of Conversion is hereby approved by the shareholders of Disaster Pro Restoration, Inc., a Florida corporation, as follows:

1. Upon the filing of the Articles of Organization of Disaster Pro Restoration, LLC, a Florida limited liability company with the Florida Secretary of State (the "conversion date"), Disaster Pro Restoration, Inc., a Florida corporation (the "Corporation") incorporated under the laws of the State of Florida, shall be converted to a limited liability company organized under the laws of the State of Florida which shall be known as Disaster Pro Restoration, LLC (the "Company").

2. At the conversion date, all the rights and property, whether real, personal, or mixed, of the Corporation shall be vested in the Company. All debts, liabilities, and obligations of the Corporation shall continue as debts, liabilities, and obligations of the Company. All rights of creditors and liens upon the property of the Corporation shall be preserved unimpaired and remain enforceable against the Company to the same extent as against the Corporation as if the conversion had not occurred. Any action or proceeding pending by or against the Corporation may be continued against the Company as if the conversion had not occurred.

3. Each member of the converting Corporation shall receive membership units in the Company in direct proportion to their ownership interest in the Corporation at the conversion date.

4. The provisions of the Articles of Organization of the Company as filed by the Florida Secretary of State and the Operating Agreement as adopted by the Members of the Company shall be the governing documents of the Company upon which the holders of interest in the Corporation shall be bound.

I declare under penalty of perjury under the laws of the State of Florida, that the statements contained in this document are true and correct of my own knowledge. I declare that I am the person who executed this instrument, which execution is my act and deed. This document may be executed in counterparts.

DISASTER PRO RESTORATION, INC.  
a Florida corporation

By: 

Robert J. Showalter  
Its: President

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**ARTICLES OF ORGANIZATION**  
**FOR**  
**DISASTER PRO RESTORATION, LLC**

The undersigned Organizer, desiring to form a limited liability company pursuant to the provisions of the Florida Revised Limited Liability Company Act (the "Act"), hereby submits, and files with the Florida Department of State, the following Articles of Organization.

**ARTICLE I — NAME:**

The name of the Limited Liability Company shall be: Disaster Pro Restoration, LLC (the "Company").

**ARTICLE II — ADDRESS:**

The mailing address and street address of the principal office of the Company shall be as follows:

6311 Barton Road  
Plant City, Florida 33565

**ARTICLE III — REGISTERED AGENT AND REGISTERED OFFICE:**

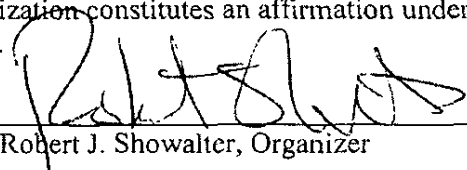
The address of the initial registered office of the Company in the State of Florida is 121 North Collins Street, Plant City, Florida 33563, and the name of the registered agent at such address is Keith C. Smith, Esquire.

**ARTICLE IV — MANAGEMENT:**

The Company shall be managed by one or more Managers. The name and address of the initial Manager is:

Robert J. Showalter  
6311 Barton Road  
Plant City, Florida 33565

IN WITNESS WHEREOF, the undersigned Organizer has executed these Articles of Organization this \_\_\_\_ day of \_\_\_\_\_, 2014. In accordance with Section 605.0201 of the Act, the execution of these Articles of Organization constitutes an affirmation under the penalty of perjury that the facts stated herein are true.

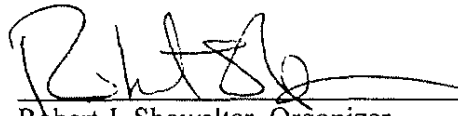
  
Robert J. Showalter, Organizer

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

Pursuant to the provisions of Sections 605.0113, Florida Statutes, the undersigned Limited Liability Company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1.           The name of the company is:  
  
Disaster Pro Restoration, LLC
2.           The name and address of the registered agent and office is:  
  
Keith C. Smith, Esquire  
121 North Collins Street  
Plant City, Florida 33563

  
\_\_\_\_\_  
Robert J. Showalter, Organizer

\_\_\_\_\_  
DATE

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.

  
\_\_\_\_\_  
KEITH C. SMITH, ESQUIRE

\_\_\_\_\_  
DATE

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