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SEP 16 2015
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SUNSHINE CORPORATE & FILING SERVICES, INC.

3458 Lakeshore Drive
Tallahassee, Florida 32312
(850) 656-4724

COVER LETTER
DATE: 9-15-15
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ENTITY
NAME: FOCUS IT, LLC

PLEASE FILE THE ATTACHED AND RETURN:

☒ PLAIN COPY
☐ CERTIFIED COPY

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AMOUNT: 15000

PLEASE CONTACT TINA AT 850-508-1891 FOR FURTHER
INFORMATION ON THIS MATTER!

THANK YOU SO MUCH!!

TINA GOFF, PRESIDENT
SUNSHINE CORPORATE & FILING SERVICES, INC.

**Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company**

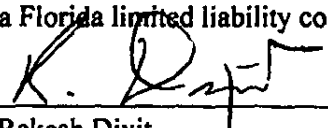
The Articles of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with Section 605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is Focus IT, Inc.
2. The "Other Business Entity" is a Florida corporation, first organized, formed or incorporated under the laws of Florida on May 18, 2015. *P15-44509*
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Focus IT, LLC.
4. The conversion is effective on the date of filing of these Articles of Conversion.
5. The plan of conversion has been approved in accordance with all applicable statutes.

Signed this *10th* day of September, 2015.

LIMITED LIABILITY COMPANY

Focus IT, LLC,
a Florida limited liability company


Rakesh Dixit
Authorized Representative

OTHER BUSINESS ENTITY

Focus IT, Inc.,
a Florida corporation


Rakesh Dixit
Incorporator

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PLAN OF CONVERSION

1. Background. Focus IT, Inc. is a Florida corporation formed on May 18, 2015 that has not issued any capital stock, that does not have a designated Board of Directors and that has not conducted business since its formation (the "Converting Corporation"). The sole incorporator of the Converting Corporation has approved the conversion (the "Conversion") of the Converting Corporation from a Florida corporation into Focus IT, LLC, a Florida limited liability company (the "Converted Company"). In connection with the Conversion, the Converting Corporation will file Articles of Conversion and Articles of Organization with the office of the Secretary of State of the State of Florida to convert the Converting Corporation into the Converted Company.

2. Effective Time. At the time as of which the Conversion shall become effective pursuant to the Articles of Conversion (the "Effective Time"), the Converting Corporation shall be converted from a Florida corporation into a Florida limited liability company under the terms and provisions of the Florida Limited Liability Company Act.

3. Filing of Articles of Organization of Converted Company. The sole incorporator of the Converting Corporation has authorized the preparation, execution, and filing with the Florida Secretary of State of the Converted Company's articles of organization, which are attached as Exhibit A to this Plan of Conversion (this "Plan").

4. Conversion. The Converting Corporation has no issued and outstanding shares of capital stock. Immediately following the Conversion, the Converted Company will issue membership interests as determined by the Authorized Representative of the Converted Company (as designated in Section 5(c) below).

5. Terms and Conditions. Certain terms and conditions of the Conversion are as follows:

(a) The Operating Agreement of the Converted Company, as approved by the Converted Company's member, will remain the Operating Agreement of the Converted Company until it is altered, amended or repealed as provided in the Operating Agreement.

(b) The Converted Company will be a manager-managed limited liability company. The managers of the Converted Company will appoint officers of the Converted Company as specified in the Operating Agreement or resolutions of the managers of the Converted Company made in connection with the Conversion. Such officers of the Converted Company shall continue in office for the terms provided by law or in the Operating Agreement or until their successors are elected and qualified.

(c) In connection with the filing of the Articles of Conversion and Articles of Organization, Rakesh Dixit will serve as the Converted Company's "Authorized Representative."

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(d) At the Effective Time, all of the Converting Corporation's rights, privileges, and powers, and all property, real, personal, and mixed, and all debts due to the Converting Corporation, as well as all other things and causes of action belonging to the Converting Corporation, shall be vested in the Converted Company into which it was converted and shall thereafter be the property of the Converted Company as they were of the Converting Corporation, and the title to any real property vested by deed or otherwise in the Converting Corporation shall not revert or be in any way impaired by reason of the Conversion, but all rights of creditors and all liens upon any property of the Converting Corporation shall be preserved unimpaired, and all debts, liabilities, and duties of the Converting Corporation shall thenceforth attach to the Converted Company and may be enforced against it to the same extent as if said debts, liabilities, and duties had been incurred or contracted by the Converted Company. At any time, or from time to time, after the Effective Time, the officers of the Converted Company may, in the name of the Converting Corporation, execute and deliver or cause to be executed and delivered any instruments or documents and take or cause to be taken such further or other action as the Converted Company may deem necessary, appropriate or convenient to vest in and conform to the Converted Company title to and possession of any property of the Converting Corporation acquired or to be acquired by reason of or as a result of the Conversion herein provided for and otherwise to carry out the intents and purposes of this Plan.

6. Miscellaneous.

(a) This Plan shall be governed by and construed in accordance with the laws of the State of Florida.

(b) This Plan shall be binding upon and shall inure to the benefit of the Converting Corporation and its successors and assigns.

(c) This Plan contains the entire plan of conversion with respect to the transactions contemplated by this Plan, and supersedes all prior agreements and understandings, whether written or oral, with respect to the subject matter of this Plan.

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**ARTICLES OF ORGANIZATION
OF FOCUS IT, LLC
(a Florida Limited Liability Company)**

The undersigned authorized representative of Focus IT, LLC, a Florida limited liability company (the "Company"), pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, hereby submits the following Articles of Organization:

ARTICLE I - NAME

The name of this Limited Liability Company shall be Focus IT, LLC.

ARTICLE II – DURATION

The period of the Company's duration shall commence on the date of filing of these Articles of Organization and shall exist perpetually, unless terminated in accordance with the Company's operating agreement.

ARTICLE III - PURPOSE

The purpose for which the Company is being formed is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - ADDRESS

The mailing address and street address of the principal office of the Company is 1217 North Fort Harrison Avenue, Clearwater, Florida 33755.

ARTICLE V - REGISTERED AGENT

The Florida street address of the registered office of this Company shall be: 1217 North Fort Harrison Avenue, Clearwater, Florida 33755, and the name of the registered agent of the Company at that address shall be Rakesh Dixit.

IN WITNESS WHEREOF, the undersigned representative of the member has signed these Articles of Organization this 10th day of September, 2015.

By: _____

Name: Rakesh Dixit

Title: Authorized Representative


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Registered Agent Acceptance

I hereby accept the appointment as registered agent of Focus IT, LLC and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S.

Dated this 10th day of September 2015.



Rakesh Dixit, Registered Agent

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