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Conversion
EFFECTIVE DATE
Jan 1, 2016

SMITH HULSEY & BUSEY

DAVID J. HULL
DIRECT 904.359.7769
DHULL@SMITHHULSEY.COM

December 28, 2015

FEDERAL EXPRESS

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Conversion of Leonard Enterprises, LLLP

Dear Sir or Madam:

Enclosed are the following documents to convert Leonard Enterprises, LLLP, a Florida limited liability limited partnership into Leonard Enterprises, LLC, a Florida limited liability company:

1. Articles of Conversion;
2. Articles of Organization; and
3. Certificate of Designation of Registered Agent/Registered Office.

Also enclosed is a check in the amount of \$150.00 for the filing fee. Please call me at (904) 359-7738 if you have any questions regarding this filing.

Sincerely,



David J. Hull

00918373
Enclosures

ARTICLES OF CONVERSION

for the conversion of

LEONARD ENTERPRISES, LLLP
a Florida Limited Liability Limited Partnership

into

LEONARD ENTERPRISES, LLC
a Florida Limited Liability Company

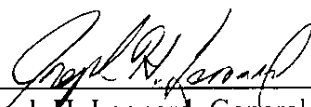
These Articles of Conversion and the attached Articles of Organization are submitted for the conversion of Leonard Enterprises, LLLP, a Florida Limited Liability Limited Partnership (the "Partnership") into Leonard Enterprises, LLC, a Florida Limited Liability Company (the "Company") in accordance with §605.1045, Florida Statutes.

1. The name of the Partnership immediately prior to the filing of these Articles of Conversion is Leonard Enterprises, LLLP.
2. The Partnership was first formed under the laws of the State of Florida on June 27, 2001.
3. The name of the Limited Liability Company as set forth in the attached Articles of Organization is Leonard Enterprises, LLC, a limited liability company organized under the laws of the State of Florida.
4. The Partnership has converted into the Limited Liability Company and the Plan of Conversion has been approved in accordance with all applicable statutes.
5. These Articles of Conversion shall be effective as of January 1, 2016.
6. All of the partners of the Partnership have waived any appraisal rights under §620.2113-620.2124.

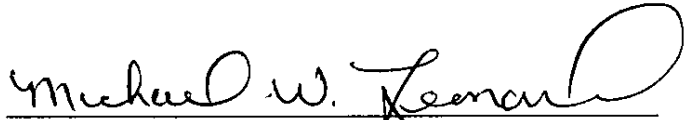
Signed this 28th day of December, 2015.


LEONARD ENTERPRISES, LLLP

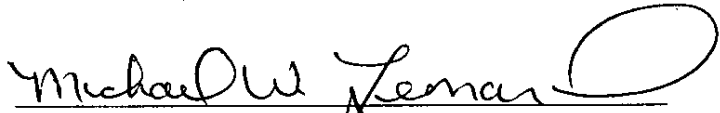
GENERAL PARTNERS:



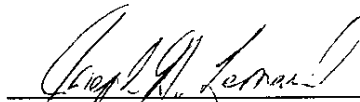
Joseph H. Leonard, General Partner

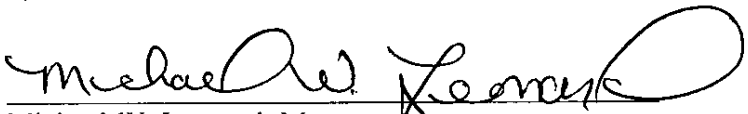

Michael W. Leonard, General Partner


Joseph H. Leonard, as Co-Trustee of the Burke
Hayes Leonard 2002 Irrevocable Trust dated
December 31, 2002, General Partner


Michael W. Leonard, as Co-Trustee of the Burke
Hayes Leonard 2002 Irrevocable Trust dated
December 31, 2002, General Partner

LEONARD ENTERPRISES, LLC


Joseph H. Leonard, Manager


Michael W. Leonard, Manager

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ARTICLES OF ORGANIZATION
OF
LEONARD ENTERPRISES, LLC

The undersigned organizer, who is the authorized representative of Leonard Enterprises, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is Leonard Enterprises, LLC.

ARTICLE II - PRINCIPAL OFFICE

The street and mailing address of the principal office of the Company are 23524 Buddy Clemmons Road NE, Blountstown, Florida 32424 and P.O. Box 595, Blountstown, Florida 32424.

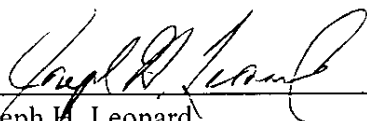
ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent are Joseph H. Leonard and 23524 Buddy Clemmons Road NE, Blountstown, Florida 32424.

ARTICLE IV - MANAGEMENT

The Company shall be a manager-managed company. The initial managers shall be Joseph H. Leonard and Michael W. Leonard.

IN WITNESS WHEREOF, the undersigned authorized representative has executed the foregoing Articles of Organization on the 28th day of December, 2015.



Joseph H. Leonard
Authorized Representative

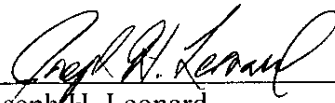
**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, LEONARD ENTERPRISES, LLC, A FLORIDA LIMITED LIABILITY COMPANY, SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Leonard Enterprises, LLC.
2. The name and street address of the registered agent are Joseph H. Leonard and 23524 Buddy Clemmons Road NE, Blountstown, Florida 32424.

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, Joseph H. Leonard hereby accepts the appointment as registered agent and agrees to act in this capacity. Joseph H. Leonard further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 605, Florida Statutes.

Dated this 28th day of December, 2015.



Joseph H. Leonard

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