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**DATE: 9/21/16**

**NAME: S.D.S. AUTOS, INC.**

**TYPE OF FILING: CONVERSION**

**COST: 180.00**

**RETURN: CERTIFIED COPY PLEASE**

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**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**

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**S.D.S. AUTOS, INC.  
ARTICLES OF CONVERSION**

The undersigned, desiring to convert a Florida domestic corporation into a Florida limited liability company in accordance with Florida Statutes Section 607.1113, do hereby submit these Articles of Conversion and attached Articles of Organization:

1. **Name of corporation.** The name of the corporation is S.D.S. Autos, Inc., a Florida corporation (the "Corporation"), incorporated under the laws of Florida on February 27, 1991.
2. **Converted Entity.** The Corporation is hereby converted into a Florida limited liability company (the "Limited Liability Company"). The name of the Limited Liability Company, as set forth in the attached Articles of Organization, into which the Corporation is hereby converted is:

S.D.S. AUTOS, LLC

3. **Compliance with Florida Statutes.** The Corporation has converted into the Limited Liability Company in compliance with Chapter 607 of the Florida Statutes, and the conversion complies with the applicable laws governing the Limited Liability Company.
4. **Plan of Conversion.** The Plan of Conversion was approved by the Corporation in accordance with Chapter 607 of the Florida Statutes.
5. **Consent of Shareholder.** The consent of all of the shareholders who, as a result of the conversion, are now members of the Limited Liability Company was obtained pursuant to Florida Statutes Section 607.1112(6).
6. **Effective Date.** The conversion shall be effective at 11:59 p.m. on September 30, 2016.
7. **Principal Office of Limited Liability Company.** The Limited Liability Company's principal office address is:  
4310 Pablo Oaks Court  
Jacksonville, Florida 32224
8. **Appraisal Rights.** The Limited Liability Company has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Florida Statutes Sections 607.1301-607.1333.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Conversion this 20<sup>th</sup> day of September, 2016.

S.D.S. AUTOS, LLC

By: 

Scott A. Oko  
Authorized Representative

S.D.S. AUTOS, INC.

By: 

Scott A. Oko  
Vice President and Assistant Treasurer

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S.D.S. AUTOS, LLC

**ARTICLES OF ORGANIZATION**

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, does hereby adopt the following Articles of Organization:

**ARTICLE I  
NAME**

The name of the limited liability company is S.D.S. Autos, LLC (the "Company").

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal place of business of the Company is 4310 Pablo Oaks Court, Jacksonville, Florida 32224.

**ARTICLE III  
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company in the state of Florida is Scott A. Oko. The registered office of the initial registered agent in the state of Florida is located at 4310 Pablo Oaks Court, Jacksonville, Florida 32224.

**ARTICLE IV  
MANAGEMENT**

The Company will be a manager-managed limited liability company. The initial managers of the Company are:

A. Dano Davis  
E. Ellis Zahra, Jr.  
Charles B. Tomm

IN WITNESS WHEREOF, the undersigned person has executed these Articles of Organization this 20<sup>th</sup> day of September, 2016.

  
\_\_\_\_\_  
Scott A. Oko, as authorized representative

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Section 605.0113, Florida Statutes, the following is submitted:

That S.D.S. Autos, LLC, desiring to organize or qualify under the laws of the state of Florida, with its principal place of business at 4310 Pablo Oaks Court, Jacksonville, Florida 32224, has named Scott A. Oko, at 4310 Pablo Oaks Court, Jacksonville, Florida 32224, as its agent to accept service of process within Florida.

  
\_\_\_\_\_  
Scott A. Oko, as authorized representative

Date: September 20<sup>th</sup>, 2016

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and 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, Florida Statutes

  
\_\_\_\_\_  
Scott A. Oko

Date: September 20<sup>th</sup>, 2016

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