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Name:	<u>Southern Ventures of Okaloosa Inc</u>
Document #:	
Order #:	<u>10291277</u>

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Conversion \$35
Formation \$125

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Amount: \$ 150.00

Thank you!

ARTICLES OF CONVERSION
for
SOUTHERN VENTURES OF OKALOOSA COUNTY, INC.
a Florida corporation d/b/a Southern Ventures Corporation
to
SOUTHERN VENTURES OF OKALOOSA COUNTY, LLC
a Florida limited liability company

95-86154

THESE ARTICLES OF CONVERSION, together with the accompanying Articles of Organization (attached), are submitted to convert SOUTHERN VENTURES OF OKALOOSA COUNTY, INC., a Florida corporation d/b/a SOUTHERN VENTURES CORPORATION (the "**Converting Entity**"), into SOUTHERN VENTURES OF OKALOOSA COUNTY, LLC, a Florida limited liability company (the "**Converted entity**"), in accordance with Sections 1041 through 1046 of the Florida Revised Limited Liability Company Act (Section 605.0101 et seq., Florida Statutes, referred to herein as the "**Florida LLC Act**").

1. The name of the Converting Entity is SOUTHERN VENTURES OF OKALOOSA COUNTY, INC. d/b/a SOUTHERN VENTURES CORPORATION; the type of legal entity of the Converting Entity is a corporation; and Florida is the jurisdiction of formation of the Converting Entity.
2. The Converting Entity was formed under Florida law on November 7, 1995, under Document Number P95000086154.
3. The name of the Converted Entity is SOUTHERN VENTURES OF OKALOOSA COUNTY, LLC; the type of legal entity of the Converted Entity is a limited liability company; and Florida is the jurisdiction of formation of the Converted Entity.
4. The board of directors and the shareholders of the Converting Entity each has authorized and approved the conversion contemplated by these Articles of Conversion, including without limitation a Plan of Conversion with respect hereto, in accordance with the Florida Business Corporation Act (Section 607.0101 et seq., Florida Statutes, referred to herein as the "**FBCA**").
5. The mailing address and street address of the principal office of the Converted Entity is as follows:

819 Pinedale Road
Fort Walton Beach, FL 32547.
6. The conversion of the Converting Entity into the Converted Entity is in compliance with the Florida LLC Act and the FBCA.

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7. The Converted Entity has agreed to pay any shareholders of the Converting Entity having appraisal rights the amount to which they are entitled under Sections 607.1301 through 607.1333 of the FBCA.
8. These Articles of Conversion shall be effective as of the date registered by and with the Florida Department of State, Division of Corporations.

IN WITNESS WHEREOF, the undersigned, being an authorized person on behalf of the Florida Corporation, has executed these Articles of Conversion this 28 day of December, 2016.

SOUTHERN VENTURES OF OKALOOSA COUNTY, INC.,
a Florida Corporation d/b/a Southern Ventures Corporation

By: _____

Lowell C. Larson, Jr.

As Its: President

SOUTHERN VENTURES OF OKALOOSA COUNTY, LLC,
a Florida limited liability company

By: _____

Lowell C. Larson, Jr.

As Its: Manager

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**ARTICLES OF ORGANIZATION
OF
SOUTHERN VENTURES OF OKALOOSA COUNTY, LLC**
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes, hereby adopts the following Articles of Organization:

1. Name. The name of the limited liability company shall be "SOUTHERN VENTURES OF OKALOOSA COUNTY, LLC", a Florida limited liability company (the "Company").

2. Principal Office. The street and mailing address of the Company's principal office in the State of Florida is as follows:

819 Pinedale Road
Fort Walton Beach, FL 32547

3. Registered Address and Agent. The address of the Company's registered office, and the name of the Company's Registered Agent at such office, in the State of Florida are as follows:

819 Pinedale Road
Fort Walton Beach, FL 32547
Registered Agent: Lowell C. Larson, Jr.

4. Management. The Company shall be a manager-managed limited liability company; provided, however, that through an amendment to these Articles of Organization (the "Articles"), or through the Company's operating agreement as may be in effect from time to time (the "Operating Agreement"), the Members of the Company may elect to convert the Company to a member-managed limited liability company.

As of the date of execution hereof, Lowell C. Larson, Jr. is the sole Manager of the Company.

5. Membership Interests. As of the date of execution hereof, the authorized equity capital of the Company shall consist of two (2) classes of limited liability company membership interests: (a) nine thousand (9,000) units of limited liability company membership interests denominated as "Class A Units"; and (b) one thousand (1,000) units of limited liability company membership interests denominated as "Class B Units". The Class A Units and the Class B Units shall accord such relative rights, powers, entitlements, preferences, privileges, and duties as provided in the Florida LLC Act and the Operating Agreement. Through an amendment to these Articles, or pursuant to the Company's Operating Agreement, the Members of the Company may provide for the future creation of new or additional classes of limited liability company membership interests having such relative rights, powers, entitlements, preferences, privileges,

and duties as the Members may determine, including, without limitation, rights, powers, entitlements, preferences, and privileges senior to the initial class or then-existing classes of Members.

6. Duration. The Company shall not have a specific effective date of dissolution, and its existence shall be perpetual in accordance with the terms and conditions of the Company's Operating Agreement.

7. Effectiveness. These Articles shall be effective as of the date registered by the Florida Department of State, Division of Corporations.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Organization of SOUTHERN VENTURES OF OKALOOSA COUNTY, LLC, on this 28 day of December, 2016.

By:


Lowell C. Larson, Jr., Authorized Signatory

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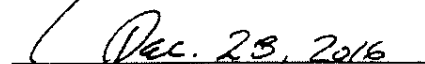
ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for SOUTHERN VENTURES OF OKALOOSA COUNTY, LLC, a Florida limited liability company, at the place designated in Section 3 of the foregoing Articles of Organization, the undersigned hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as Registered Agent as provided for in Chapter 605, Florida Statutes.

By:


Lowell C. Larson, Jr.

Dated:


Dec. 23, 2016

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TALLAHASSEE, FLORIDA