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(Requestor's Name)

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(City/State/Zip/Phone #)

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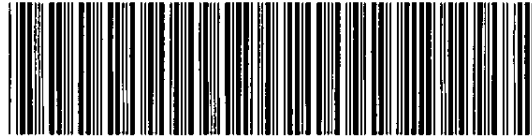
(Business Entity Name)

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MAY 22 2017



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To: Florida Division of Corporations

From: Kim Tadlock C/O Capitol Services, Inc.

Date: 5/19/2017

Trans#: 909769

Entity Name:

1.) HILLSBORO FARMS converting into HILLSBORO FARMS, LLC

Articles Incorporation ()

Articles of Dissolution ()

Conversion (XX)

Foreign Qualification ()

Limited Partnership ()

Reinstatement ()

Other ()

Articles of Amendment ()

Annual Report ()

Fictitious Name ()

Limited Liability ()

Merger ()

Withdrawal / Cancellation ()

STATE FEES PREPAID WITH CHECK #1029 FOR \$180.00

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Certificate of Fact ()

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ARTICLES OF CONVERSION

for

**HILLSBORO FARMS, a Florida general partnership, into
HILLSBORO FARMS, LLC, a Florida limited liability company**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Conversion and the attached Articles of Organization are submitted to convert Hillsboro Farms, a Florida general partnership into Hillsboro Farms, LLC, a Florida limited liability company in accordance with Section 605.1045, *Florida Statutes*.

1. The name of the entity immediately prior to filing the Articles of Conversion is Hillsboro Farms, a Florida general partnership.

2. Hillsboro Farms, a Florida general partnership is a Florida general partnership that was first organized and formed under the laws of the State of Florida on January 27, 1973. Hillsboro Farms, a Florida general partnership, was registered with the Office of the Florida Secretary of State on December 2, 2016, and assigned document number GP1600001417.

3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is Hillsboro Farms, LLC.

4. The conversion is effective on the date of filing these Articles of Conversion.

5. The Plan of Conversion has been approved in accordance with all applicable statutes and laws.

6. Hillsboro Farms, LLC, a Florida limited liability company, has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061-605.1072, *Florida Statutes*.

Signed as of the day and dates indicated below.

(Signature page follows)

Signature page to Articles of Conversion

HILLSBORO FARMS,
a Florida general partnership

By:  Authentication
Phyllis Z Rodriguez
5/17/2017 7:29:07 AM EDT

Name: Phyllis Z Rodriguez
Managing General Partner

Date: 05/17/2017, 2017

By:  Authentication
John Zambito
5/16/2017 9:45:38 PM EDT

Name: John Zambito
Managing General Partner

Date: 05/16/2017, 2017

HILLSBORO FARMS, LLC
a Florida limited liability company

By:  Authentication
Phyllis Z Rodriguez
5/17/2017 7:29:08 AM EDT

Name: Phyllis Z Rodriguez
Manager

Date: 05/17/2017, 2017

By:  Authentication
John Zambito
5/16/2017 9:45:40 PM EDT

Name: John Zambito
Manager

Date: 05/16/2017, 2017

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
HILLSBORO FARMS, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as an authorized representative of the initial members of the above captioned Limited Liability Company, under the provisions of the Florida Revised Limited Liability Company Act, Chapter 605, *Florida Statutes*, adopts the following Articles of Organization:

ARTICLE I
NAME & ADDRESS

The name of this limited liability company is *Hillsboro Farms, LLC* (the "Company") and its principal office and mailing address is 13517 Lake Magdalene Drive, Tampa, Florida 33613-4100.

ARTICLE II
EFFECTIVE DATE

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company shall be 1801 North Highland Avenue, Tampa, Florida 33602, and the initial registered agent of the Company at such address is BUSH ROSS REGISTERED AGENT SERVICES, LLC.

ARTICLE IV
OPERATING AGREEMENT AND MANAGEMENT

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

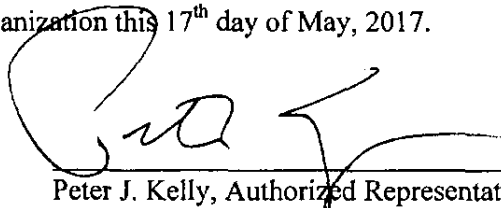
ARTICLE V
MANAGEMENT OF THE COMPANY

The Company shall be managed by a manager or managers who shall be elected by the members in the manner set forth in the Company's Operating Agreement. The initial managers are: John I. Zambito, Frank J. Zambito, Michael A. Zambito, Phyllis Rodriguez, Jack W. Zambito and Rosanne Z. Stone.

ARTICLE VI
INDEMNIFICATION

If the criteria set forth in §605.0408, *Florida Statutes*, or any successor statute, and the Company's Operating Agreement have been met, then the Company shall indemnify any manager or member, or former manager or member, his or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by §605.0408, *Florida Statutes*.

IN WITNESS WHEREOF, the undersigned authorized representative of the initial members has executed these Articles of Organization this 17th day of May, 2017.



Peter J. Kelly, Authorized Representative

**CERTIFICATE DESIGNATING
REGISTERED AGENT**

Pursuant to the provisions of Chapter 605, *Florida Statutes*, **Hillsboro Farms, LLC** desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates BUSH ROSS REGISTERED AGENT SERVICES, LLC, as its Registered Agent for the purpose of accepting service of process within such State and designates 1801 N. Highland Avenue, Tampa, Florida 33602, the business address of its Registered Agent, as its Registered Office.

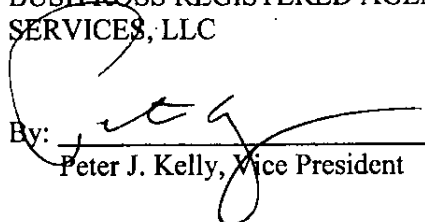


Peter J. Kelly, Authorized Representative

ACKNOWLEDGMENT

BUSH ROSS REGISTERED AGENT SERVICES, LLC hereby accepts the appointment as Registered Agent of the above named Company and agrees to act as such in accordance with the provisions of Chapter 605, *Florida Statutes*.

BUSH ROSS REGISTERED AGENT
SERVICES, LLC

By: 

Peter J. Kelly, Vice President

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