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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 2604 Clark Street, LLLP.
- 2. The Other Business Entity is a limited liability limited partnership first organized and formed under the laws of the State of Florida on May 10, 2001.
- 3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is 2604 Clark Street, LLC.
- 4. The conversion of 2604 Clark Street, LLLP, a Florida limited liability limited partnership, to 2604 Clark Street, LLC, a Florida limited liability company, shall become effective upon the filing of these Articles of Conversion with the Florida Department of State.
- 5. The plan of conversion has been approved in accordance with all applicable statutes, including Section 620.2103, *Florida Statutes*.
- 6. The "Converted or Other Business Entity" 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.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Conversion on ______, 2017.

2604 Clark Street, LLC.

Florida Limited Liability Company

Andrew S. McPherson, Authorized

Representative

Bv:

2604 Clark Street, LLLP,

Florida limited liability limited partnership

By: KRJ Holdings, Inc., General Partner

Andrew S. McPherson, President

ARTICLES OF ORGANIZATION OF 2604 CLARK STREET, LLC

The undersigned authorized representative, acting pursuant to Chapter 605, *Florida Statutes*, hereby forms a limited liability company in accordance with the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF THE LIMITED LIABILITY COMPANY

The name of the Limited Liability Company is: 2604 Clark Street, LLC

ARTICLE II - PERIOD OF DURATION; EFFECTIVE DATE

The Limited Liability Company shall exist perpetually, commencing at the date and time of filing of these Articles of Organization, as evidenced by the Florida Department of State's date and time endorsement.

ARTICLE III - MAILING ADDRESS AND STREET ADDRESS OF THE PRINCIPAL OFFICE OF THE LIMITED LIABILITY COMPANY

The mailing address of the Limited Liability Company is 2604 Clark Street, Apopka, Florida 32703, and the street address of the principal office of the Limited Liability Company is 2604 Clark Street, Apopka, Florida 32703.

ARTICLE IV - NAME AND STREET ADDRESS OF <u>INITIAL REGISTERED AGENT</u>

The name of the initial registered agent of the Limited Liability Company is Andrew S. McPherson. The street address of the initial registered agent is 2604 Clark Street, Apopka, Florida 32703.

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, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating 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*.

Andrew S. McPherson

ARTICLE V - MANAGEMENT

The name and address of each person authorized to manage and control the Limited Liability Company are as follows:

Name and Address

Title

Andrew S. McPherson 2604 Clark Street Apopka, Florida 32703

Manager

ARTICLE VI - PURPOSE

The Limited Liability Company is organized for the purpose of transacting any or all lawful business for which limited liability companies may be organized under Chapter 605 of the Florida Limited Liability Company Act.

> Andrew S. McPherson Authorized Representative

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