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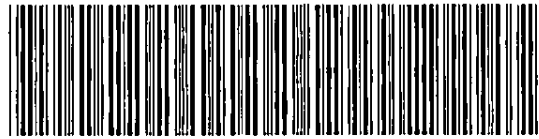
(Business Entity Name)

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M. SOLOMON



## Filing Cover Sheet

To: Florida Division of Corporations

From: TAYLOR SEAY C/O Capitol Services, Inc.

Date: 11/1/2019

Trans#: 1086894

**Entity Name: SC SPV 3, LLC (FL) CONVERTING INTO SC SPV 3, LLC (DE)**

Articles Incorporation ( )

Articles of Amendment ( )

Articles of Dissolution ( )

Annual Report ( )

**Conversion (XX)**

Fictitious Name ( )

Foreign Qualification ( )

Limited Liability ( )

Limited Partnership ( )

Merger ( )

Reinstatement ( )

Withdrawal / Cancellation ( )

Other ( )

**STATE FEES PREPAID WITH CHECK#1649 FOR \$55:00**

### PLEASE RETURN:

**Certified Copy (XX)**

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Good Standing ( )

Certificate of Fact ( )

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STATE OF FLORIDA  
ARTICLES OF CONVERSION  
FOR  
A FLORIDA LIMITED LIABILITY COMPANY  
TO  
A DELAWARE LIMITED LIABILITY COMPANY

THESE ARTICLES OF CONVERSION (these "Articles") are submitted to convert the following Florida limited liability company (the "Converting Company") into an "other business entity" in accordance with Section 605.1045 of the Florida Revised Limited Liability Company Act (Section 605.0101 et seq., Florida Statutes, referred to herein as the "Florida Act").

1. The Converting Company. The name of the Converting Company is SC SPV 3, LLC. The jurisdiction of formation of the Converting Company is the State of Florida, and the Converting Company is a limited liability company.

2. The "Converted Entity". The name of the "converted entity" into which the Converting Company is converting is SC SPV 3, LLC. The jurisdiction of formation of the "converted entity" is the State of Delaware, and the "converted entity" is a limited liability company.

3. Plan of Conversion. (a) The manager of the Converting Company has authorized and approved, subject to the approval of the sole member of the Converting Company, that certain Plan of Conversion of the Converting Company (the "Plan of Conversion") with respect to the conversion contemplated by these Articles in accordance with Sections 605.1041 through 605.1046 of the Florida Act. (b) The sole member of the Converting Company has authorized, approved, and adopted the Plan of Conversion.

4. Appraisal Rights. With respect to any member of the "converted entity" having appraisal rights, the "converted entity" has agreed to pay the amount to which such member(s) are entitled under Section 605.1006 and Sections 605.1061 through 605.1072 of the Florida Act.

5. Effective Date. The conversion of the Converting Company into the Delaware limited liability company in accordance with these Articles shall be effective upon the registration of these Articles by the Florida Department of State, Division of Corporations.

6. Florida Address of "Converted or Other Business Entity". The Florida Department of State may send any process served on the Department pursuant to Section 605.0117 of the Florida Act and Chapter 48, Florida Statutes to the following address:

Street and Mailing Address  
Attn.: SC SPV 3, LLC  
21500 Biscayne Boulevard, 7<sup>th</sup> Floor  
Aventura, Florida 33180

IN WITNESS WHEREOF, the undersigned, being an authorized person on behalf of the  
Converting Company, has executed these Articles of Conversion on this 31<sup>st</sup> day of October, 2019.

CONVERTING ENTITY:

SC SPV 3, LLC,  
a Florida limited liability company

By: Sharpen Capital, LLC, Manager

By: 2R Capital, LLC, Manager

By:   
Ricardo Costa, Manager

CONVERTED ENTITY:

SC SPV 3, LLC,  
a Delaware limited liability company

By: Sharpen Capital, LLC, Manager

By: 2R Capital, LLC, Manager

By:   
Ricardo Costa, Manager

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