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(Requestor's Name)

(Address)

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(Business Entity Name)

(Document Number)

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Incorporating Services, Ltd.

1540 Glenway Drive
Tallahassee, FL 32301
850.656.7956
Fax: 850.656.7953
www.Incserv.com
e-mail: info@incserv.com



ORDER FORM

TO Florida Department of State
Division of Corporations, Clifton
Building
2661 Executive Center Circle
Tallahassee, FL 32301
corphelp@dos.myflorida.com
850-245-6051

FROM Melissa Stops
mstops@incserv.com
850.656.7953

REQUEST DATE 10/25/2017

PRIORITY Routine

OUR REF# (Order ID#) 606084

ORDER ENTITY

AMERICAN II JAPAN, INC.

PLEASE PERFORM THE FOLLOWING SERVICES:

AMERICAN II JAPAN, INC. (FL)

File the attached conversion document

NOTES:

\$150.00 Authorized

RETURN/FORWARDING INSTRUCTIONS:

ACCOUNT NUMBER: I20050000052

Please bill the above referenced account for this order.

If you have any questions please contact me at 656-7956,

Sincerely,

A handwritten signature in cursive script, appearing to read "Melissa", written in dark ink.

Please bill us for your services and be sure to include our reference number on the invoice and courier package if applicable. For UCC orders, please include the thru date on the results.

17 OCT 25 AM 8:50

STATE
CLERK
JAN

**ARTICLES OF CONVERSION
OF
AMERICA II JAPAN, INC.
TO A
FLORIDA LIMITED LIABILITY COMPANY**

October 25, 2017

The Articles of Conversion and attached Articles of Organization are submitted to convert AMERICA II JAPAN, INC. into a Florida limited liability company in accordance with Section 605.1045 of Florida Revised Limited Liability Company Act (the "LLC Act") and Section 607.1113 of the Florida Business Corporation Act (the "Business Corporation Act").

1.

The name of the entity prior to filing is AMERICA II JAPAN, INC.

2.

AMERICA II JAPAN, INC. is a corporation, first incorporated under the laws of Florida on January 16, 1997.

3.

The name of the Florida limited liability company as set forth in the attached Articles of Organization is AMERICA II JAPAN, LLC.

4.

The conversion will be effective on the date of filing of these Articles of Conversion.

5.

A Plan of Conversion has been approved in accordance with the LLC Act and the Business Corporation Act.

6.

AMERICA II JAPAN, LLC 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 of the Florida Business Corporation Act.

[Signature Page to Follow]

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CL

IN WITNESS WHEREOF, the undersigned has executed the Articles of Conversion as of the date first above written.

America Japan, Inc.

By: 

Name: Michael Galinski

Title: Chief Executive Officer

17 OCT 25 AM 8:50

INC
STATE
MDA

ARTICLES OF ORGANIZATION OF
AMERICA II JAPAN, LLC

October 25, 2017

ARTICLE I
NAME

The name of the limited liability company is AMERICA II JAPAN, LLC (the "Company").

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Company is:

Mailing Address:
2510 118th Ave. North
St. Petersburg, FL 33716

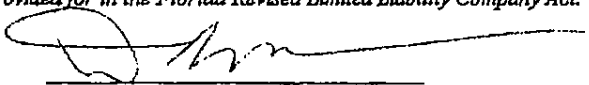
Principal Office:
2500 118th Ave. North
St. Petersburg, FL 33716

ARTICLE III.
REGISTERED AGENT

The name and the Florida street address of the registered agent are:

Michael Pointer
2510 118th Ave. North
St. Petersburg, FL 33716

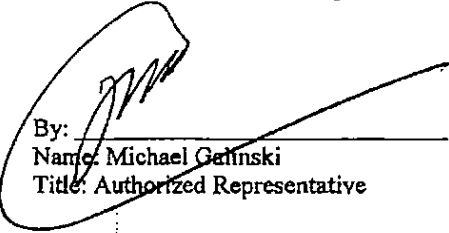
Having been named as registered agent and to accept service of process for the Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper 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 the Florida Revised Limited Liability Company Act.


Michael Pointer, Registered Agent

[Signature Page to Follow]

17 OCT 25 AM 8:50
STATE
CLERK

IN WITNESS WHEREOF, the undersigned has executed the Articles of Organization as of the date first above written.

By: 
Name: Michael Galinski
Title: Authorized Representative

17 OCT 25 AM 8:50