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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: CITY SERVICE GROUP, LLC
(Name of Resulting Florida Limited Company)

The enclosed Articles of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 605.1045, F.S.

Please return all correspondence concerning this matter to:

Francois G. Henriquez, Esq.

(Contact Person)

Shutts & Bowen LLP

(Firm/Company)

200 South Biscayne Boulevard, Suite 4100

(Address)

Miami, Florida 33131

(City, State and Zip Code)

lweber@wefloridafinancial.com

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Francois G. Henriquez at (305) 415-9076

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

☒ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**ARTICLES OF CONVERSION
FOR
FLORIDA CORPORATION
INTO
FLORIDA LIMITED LIABILITY COMPANY**

These Articles of Conversion and the attached Articles of Organization are submitted to convert CITY SERVICE GROUP, INC., a Florida corporation (the "**Other Business Entity**"), into CITY SERVICE GROUP, LLC, a Florida limited liability company (the "**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 these Articles of Conversion is:

CITY SERVICE GROUP, INC. 995-7863

2. The Other Business Entity is a corporation that was incorporated under Florida law on January 30, 1995.

3. The name of the Florida Limited Liability Company, as set forth in the attached Articles of Organization, is:

CITY SERVICE GROUP, LLC.

4. The effective date of these Articles of Conversion shall be the date of 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.

6. The Other Business Entity has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1106 and 605.1061-605.1172, Florida Statutes.

[Remainder of page is intentionally blank; signature page follows.]

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Signed this 31st day of [OCT.], 2017.

LIMITED LIABILITY COMPANY:

CITY SERVICE GROUP, LLC, a Florida
limited liability company

By: Mary Ann LaRock
Name: MARY Ann LaRock
Title: Chair, Management Committee

OTHER BUSINESS ENTITY:

CITY SERVICE GROUP, INC., a Florida
corporation

By: Mary Ann LaRock
Name: MARY Ann LaRock
Title: Chair, Board of Directors

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MIA/DOCS

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name

The name of the Limited Liability Company is:

CITY SERVICE GROUP, LLC

ARTICLE II - Address

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

1982 North State Road 7
Margate, Florida 33063

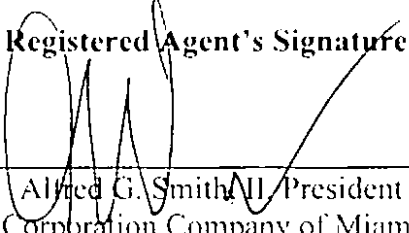
ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature

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

Corporation Company of Miami,
a Florida corporation
200 S. Biscayne Boulevard
Suite 4100 (MDL)
Miami, FL 33131

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the address designated in these articles of organization, the undersigned 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 the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the position of registered agent as provided for in Chapter 605, Florida Statutes.

Registered Agent's Signature:



Alfred G. Smith, President
Corporation Company of Miami

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NOTARY PUBLIC
STATE OF FLORIDA

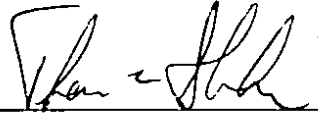
ARTICLE IV – Names and Addresses of Authorized Persons

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

<u>Title:</u>	<u>Name and Address:</u>
Manager	Christy E. Adams 1982 North State Road 7 Margate, Florida 33063
Manager	Damon Adams 1982 North State Road 7 Margate, Florida 33063
Manager	Ingrid Fils 1982 North State Road 7 Margate, Florida 33063
Manager	Thomas E. Glickman 1982 North State Road 7 Margate, Florida 33063
Manager	Ali M. Lakhani 1982 North State Road 7 Margate, Florida 33063
Manager	Mary Ann Larock 1982 North State Road 7 Margate, Florida 33063
Manager	Mack MacVicar 1982 North State Road 7 Margate, Florida 33063
Manager	Amadeo R. Marino 1982 North State Road 7 Margate, Florida 33063
Manager	Stephen Spooner 1982 North State Road 7 Margate, Florida 33063

[Remainder of page is intentionally blank; signature page follows.]

This document is executed in accordance with Section 605.0203(1)(b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.



Thomas E. Glickman, Managing Director

Signed this 25 day of October, 2017.

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STATE OF FLORIDA