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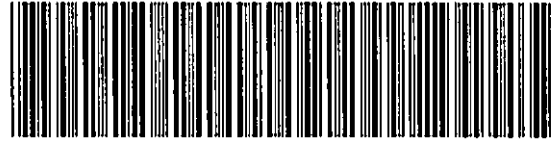
(Business Entity Name)

(Document Number)

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December 13, 2017

**VIA FEDERAL EXPRESS**

Florida Department of State  
New Filing Section  
Division of Corporations  
Clifton Building  
2661 W. Executive Center Circle  
Tallahassee, Florida 32301

**Re: AMERICAN REALTY GROUP OF CAPTIVA, LLC**

To Whom it May Concern:

Enclosed please find the following:

1. Articles of Conversion for "Other Business Entity" into Florida Limited Liability Company;
2. Articles of Organization for Florida Limited Liability Company; and
3. Check No. 603774 in the amount of \$180.00 for the filing of the Articles of Conversion, Articles of Organization and a Certified Copy of the same.

Please note, the conversion being effectuated by this filing is intended to have a **future effective date of December 18, 2017**. Should you have any questions or require further information please do not hesitate to contact me directly.

Very truly yours,



Guy E. Whitesman

GEW/  
Enclosures as noted above

**Articles of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Limited Liability Company**

FILED  
17 DEC 14 AM 10: 23  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

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 s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:  
American Realty Group of Captiva, Inc. *096-88036*

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Corporation  
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Florida  
(Enter state, or if a non-U.S. entity, the name of the country)

on October 25, 1996  
(date of organization, formation or incorporation)

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

American Realty Group of Captiva, LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: December 18, 2017

**(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)**

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. The plan of conversion has been approved in accordance with all applicable 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 ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 12 day of December 2017.

**Signature of Authorized Representative of Limited Liability Company:**

Signature of Authorized Representative: Kathleen D. Lash  
Printed Name: Kathleen D. Lash Title: Manager

**Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]**

Signature: Kathleen D. Lash  
Printed Name: Kathleen D. Lash Title: President

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**If Florida Corporation:**

Signature of Chairman, Vice Chairman, Director, or Officer.  
If Directors or Officers have not been selected, an Incorporator must sign.

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**All others:**

Signature of an authorized person.

**Fees:**

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

**ARTICLES OF ORGANIZATION  
OF  
AMERICAN REALTY GROUP OF CAPTIVA, LLC**

**ARTICLE I-NAME**

The name of the limited liability company shall be American Realty Group of Captiva, LLC (the "Company").

**ARTICLE II-MAILING AND STREET ADDRESS**

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

11526 Andy Rosse Lane  
Captiva, FL 33924

**ARTICLE III-EFFECTIVE DATE**

This limited liability company's existence shall commence upon the later of the date of filing of these Articles or December 18, 2017, and shall terminate as provided for in the Operating Agreement.

**ARTICLE IV-INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company are:

**Name**

**Address**

HF Registered Agents, LLC

1715 Monroe Street  
Fort Myers, Florida 33901

**ARTICLE V-PURPOSE**

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the State of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company. The Company is being formed pursuant to a plan of reorganization under Internal Revenue Code Section 368(a)(1)(F) whereby American Realty Group of Captiva, Inc. is being converted into the Company which is intended to continue as a corporation for federal income tax purposes post-conversion.

## **ARTICLE VI-MANAGEMENT OF THE COMPANY**

The Company shall be managed by not less than one (1) manager (the "Manager") and is, therefore, a manager-managed company. The following are the names and addresses of the initial Managers who shall serve as the Managers of the Company until their successors are elected and qualified:

### **Name**

### **Address**

Kathleen D. Lash

1530 Key Boulevard, APT 584<sup>D, KDL</sup>  
Arlington, VA 22209

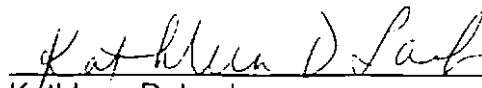
Janet E. Russell

1718 N. Adams Street  
Arlington, VA 22201

## **ARTICLE VII-OPERATING AGREEMENT**

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned, being an authorized representative of the Members of the Company, has executed these Articles of Organization this 12 day of December 2017.

  
Kathleen D. Lash  
Authorized Representative

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: American Realty Group of Captiva, LLC.
2. The name and address of the registered agent and office are:

HF Registered Agents, LLC  
1715 Monroe Street  
Fort Myers, FL 33901

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.

**Registered Agent**

HF Registered Agents, LLC

By: \_\_\_\_\_

Guy E. Whitesman, Vice President

FILED  
17 DEC 14 AM 10:23  
CLERK OF DISTRICT COURT  
STATE OF FLORIDA