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M. MILLIGAN
DEC 20 2017.



ATTORNEYS AT LAW EST. 1925

> Sharon M. O'Neil Corporate Paralegal

Florida Registered Paralegal soneil@williamsparker.com T: (941) 552-5550

F: (941) 954-3172

December 15, 2017

#### Via FedEx

Attention: Ms. Michelle Milligan Florida Department of State Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: ABKO Investments, Inc. - Conversion

Dear Ms. Milligan:

Enclosed please find Articles of Conversion and Articles of Organization for the conversion of ABKO Investments, Inc., a Florida corporation, into ABKO Investments, LLC, a Florida limited liability company. Please file these and obtain a certified copy and certificate of good standing. Enclosed please find our check in the amount of \$185.00, representing the filing fee.

Please use the following address for future annual report notices: <a href="mailto:dlmscrap@comcast.net">dlmscrap@comcast.net</a>

Also enclosed please find a federal express pre-paid return envelope. Please return the certified copy and certificate of good standing to me via this enclosed federal express envelope.

Thank you, and please contact me at (941) 552-5550, if any problems arise in connection with this filing.

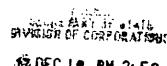
Florida Department of State December 15, 2017 Page 2

Sincerely,

Sharon M. O'Neil Corporate Paralegal

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### ARTICLES OF CONVERSION FOR "OTHER BUSINESS ENTITY" INTO



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#### 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 F.S. § 605.1045.

- 1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: ABKO INVESTMENTS, INC. (the "Converting Entity").
- 2. The "Converting Entity" is a Florida corporation first formed under the laws of the state of Pennsylvania on March 29, 1973, and domesticated to the state of Florida on December 13, 2017, Document No. <u>P17000098572</u>.
- 3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: ABKO INVESTMENTS, LLC (the "Converted Entity").
- 4. The Converting Entity has been converted into a Florida limited liability company in compliance with Chapters 605 and Chapter 607, Florida Statutes.
- 5. A Plan of Conversion for the Converting Entity was duly authorized and approved in accordance with Chapter 607, Florida Statutes.
- 6. The Converted Entity has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Chapter 607, Florida Statutes.
- 7. The effective date of Conversion to a Florida Limited Liability Company is upon filing.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Conversion as of the 8th day of December 2017.

ABKO INVESTMENTS, INC.,

a Florida corporation

By: Versinia J. aller Virginia L. Allen

As its President

ABKO INVESTMENTS, LLC,

a Florida limited liability company

By: ABKO Management, LLC,

a Florida limited liability company

As its Manager

ergenia J. allen Virgi<del>ni</del>a L. Allen

As its Manager

## OF ABKO INVESTMENTS, LLC

The undersigned, a member or authorized representative, hereby subscribes to these Articles of Organization to form a limited liability company (the "Company"), under the Florida Limited Liability Company Act (Chapter 605, Florida Statutes) and in accordance with F.S. § 605.0201.

1. Name. The name of the Company is:

#### ABKO Investments, LLC

- 2. Mailing Address and Street Address of Principal Office. The mailing address and the street address of the principal office of the Company is 1001 Third Avenue West, Suite 600, Bradenton, Florida 34205.
- 3. Name and Street Address of Initial Registered Agent. The name and street address of the Company's initial registered agent is Denice L. McDonough, 113 10<sup>th</sup> Street N., Bradenton Beach, Florida 34217.
- 4. Management. The Company shall be a manager-managed company. The name and address of the initial manager of the Company is:

ABKO Management, LLC, a Florida limited liability company 1001 Third Avenue West, Suite 600 Bradenton, Florida 34205

Managers may be appointed or removed in the manner provided in the Operating Agreement of the Company.

- 5. Existence. In accordance with F.S. § 605, the Company's existence shall begin at the date of the formation of the Converting Entity, which is: March 29, 1973. The Conversion will be effective upon filing.
- 6. Amendment. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.



IN WITNESS WHEREOF, the undersigned member or authorized representative has executed these Articles of Organization as of the 8th day of December 2017 (the "Execution Date").

Virginia L. Allen

Member or Authorized Representative

#### ACKNOWLEDGEMENT OF REGISTERED AGENT

In accordance with F.S. §§ 605.0201(2)(c) and 605.0113, the undersigned is familiar with the obligations imposed on the position of registered agent by the Florida Limited Liability Company Act and hereby accepts appointment as the initial registered agent of the Company.

In witness whereof, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.

Denice L. McDonough

Registered Agent