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PICK-UP	☐ WAIT	MAIL
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Certified Copies	_ Certificates	of Status
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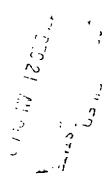
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Filing Cover Sheet

To: Florida Division of Corporations

From: Kim Tadlock C/O Capitol Services, Inc.

Date: 12/21/2017

Trans#: 950314

Entity Name:

(1.) SOUTH BRANCH RANCH, INC. CONVERTING INTO SOUTH BRANCH RANCH, LLC

Articles Incorporation ()

Articles of Dissolution ()

Conversion.(XX.)

Foreign Qualification ()

Limited Partnership ()

Reinstatement ()

Articles of Amendment ()

Annual Report ()

Fictitious Name ()

Limited Liability ()

Merger ()

Withdrawal / Cancellation ()

STATE FEES PREPAID WITH CHECK# Please use check #1109 that was previously cashed 7

PLEASE RETURN:

Other ()

Certified Copy (XX) Plain Photocopy ()

Good Standing () Certificate of Fact ()

Phone: 855-498-5500

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

These Articles of Conversion and attached Articles of Organization are submitted to convert South Branch Ranch, Inc., a Florida corporation (the "Other Business Enfity") into South Branch Ranch, LLC, a Florida limited liability company (the "Limited Liability Company") in accordance with Section 605.1045, Florida Statutes.

The name of the Other Business Entity converting into the Limited Liability Company is **South Branch Ranch**, **Inc.**, a Florida corporation (Florida Document Number F07514). The Other Business Entity was incorporated under the laws of the State of Florida on December 2, 1980.

The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is South Branch Ranch, LLC, a Florida limited liability company.

The Other Business Entity has converted into the Limited Liability Company in compliance with Chapter 605, Florida Statutes, and the conversion complies with the applicable laws governing the Limited Liability Company.

The plan of conversion was approved by the Other Business Entity in accordance with Chapter 605, Florida Statutes.

The conversion shall be effective in Florida upon filing of these Articles of Conversion.

The Limited Liability Company's principal address is 29246 St. Joe Road, Dade City, FL 33525.

The Limited Liability Company has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under the Florida Statutes.

[Signatures appear on next page]

IN WITNESS Conversion as of	he undersigned have duly executed these Articles of21_, 2017.

SOUTH BRANCH RANCH, INC.

By:

Richard K. Behnke, its President

SOUTH BRANCH RANCH, LLC

By:

Richard K. Behnke, its Manager

ATTACHMENT TO ARTICLES OF CONVERSION

Articles of Organization of South Branch Ranch, LLC

(See attached)

ARTICLES OF ORGANIZATION

OF

SOUTH BRANCH RANCH, LLC

The undersigned executes these Articles of Organization of SOUTH BRANCH RANCH, LLC to form a limited liability company pursuant to the Florida Revised Limited Liability Company Act:

ARTICLE I. NAME

The name of the limited liability company is: South Branch Ranch, LLC.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the limited liability company is 29246 St. Joe Road, Dade City, FL 33525.

ARTICLE III. INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the limited liability company is 29246 St. Joe Road, Dade City, FL 33525, and the name of the limited liability company's initial registered agent at that address is Richard K. Behnke.

Having been named 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.

ARTICLE IV. MANAGEMENT OF COMPANY

The limited liability company is a manager-managed limited liability company.

EXECUTED: December 21,2017

Richard K. Behnke

Authorized Representative