

LI7000263859

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

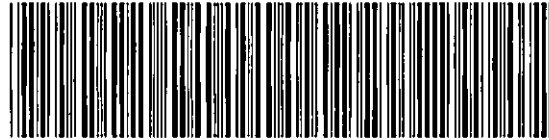
(Document Number)

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# CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312  
850-656-4724

Date: 12/28/2017  
ACCT. 120160000072

*en: c SW*

|             |               |
|-------------|---------------|
| Name:       | BB Ortho, LLC |
| Document #: |               |
| Order #:    | 10759238      |

|                                      |                          |  |                         |  |
|--------------------------------------|--------------------------|--|-------------------------|--|
| Certified Copy of Arts<br>& Amend:   | <input type="checkbox"/> |  |                         |  |
| Plain Copy:                          | <input type="checkbox"/> |  |                         |  |
| Certificate of Good<br>Standing:     | <input type="checkbox"/> |  |                         |  |
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Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_  
Ref# \_\_\_\_\_

Amount: \$ 180

Thank you!

12/28/2017  
11:00 AM  
12/28/2017  
11:00 AM

**Articles of Conversion**  
For  
**"Other Business Entity"**  
Into  
**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 s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:  
Smile Media, LLC  
(Enter Name of Other Business Entity)

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

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

on January 31, 2014  
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:  
BB Ortho, LLC  
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: \_\_\_\_\_  
(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.

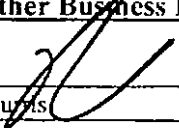
FILED  
2014 JAN 31  
AM 10:00  
TALLAHASSEE  
FLORIDA

Signed this 28th day of December 20 17.

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

Signature of Authorized Representative:   
Printed Name: Jeremy S. Sloane Title: Authorized representative

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

Signature:   
Printed Name: Benjamin G. Burns Title: Manager

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)  |

FILED  
2017 DEC 28 AM 10:21  
CLERK OF CIRCUIT COURT  
JACKSONVILLE, FLORIDA

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## ARTICLES OF ORGANIZATION

OF

**BB ORTHO, LLC**

a Florida limited liability company

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### ARTICLE I

#### NAME; APPLICABLE LAW

The name of the limited liability company formed pursuant to the filing of these Articles of Organization (the "**Articles**") is "**BB ORTHO, LLC**" (the "**Company**"). The Company is created pursuant to and in accordance with the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes (as amended from time to time, the "**LLC Act**"). The Company and its internal affairs shall be governed by the LLC Act and the laws of the State of Florida. Unless the Company consents in writing to the selection of an alternative forum, the circuit courts in and for the State of Florida shall be the sole and exclusive forum for (i) any derivative action or proceeding brought on behalf of the Company, (ii) any action asserting a claim for breach of a fiduciary duty owed by any manager, member, officer, employee or agent of the Company to the Company or the Company's members, (iii) any action asserting a claim arising pursuant to any provision of the LLC Act, these Articles or the Operating Agreement (as defined below), or (iv) any action asserting a claim governed by the internal affairs doctrine, in each case subject to such courts having personal jurisdiction over the indispensable parties named as defendants therein.

### ARTICLE II

#### MAILING AND STREET ADDRESS

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

707-876 Good Homes Road  
Suite 873  
Orlando, Florida 32818

### ARTICLE III

#### REGISTERED AGENT

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

Sloane & Johnson, PLLC  
Attention: Jeremy S. Sloane, Esq.  
3670 Maguire Boulevard, Suite 250  
Orlando, Florida 32803

### ARTICLE IV

#### MANAGEMENT

The Company shall be a manager-managed limited liability company within the meaning of the LLC Act and shall be governed by a written operating agreement entered into between and among its members (as amended from time to time, the "**Operating Agreement**"). The Operating Agreement may not be amended except as expressly provided in the Operating Agreement. The number of managers ("**Managers**") shall be

determined as provided in the Operating Agreement and the Managers shall have the powers, duties and authority set forth in the LLC Act, subject to any express limitations contained in the Operating Agreement. The Managers shall be elected, removed and replaced from time to time in accordance with the Operating Agreement. The sole initial Manager of the Company shall be Benjamin G. Burris.

**ARTICLE V**  
**EFFECTIVE DATE**

The effective date of these Articles shall be the date on which they are accepted for filing by the Florida Department of State.

**ARTICLE VI**  
**RESTRICTIONS ON TRANSFER;**  
**ADMISSION OF ADDITIONAL OR SUBSTITUTE MEMBERS**

Among other things, the Operating Agreement restricts the sale, transfer, pledge, hypothecation, exchange, assignment or other disposition by any means, including but not limited to those which are voluntary, involuntary, by operation of law, by the laws of descent and distribution, or otherwise (each, a "*Transfer*"), of the limited liability company membership interests in the Company. Any such Transfer shall be void *ab initio* unless made in strict compliance with the terms and conditions of the Operating Agreement. In addition, no person or entity shall be admitted as a member of the Company, whether in substitution for another member or as an additional member, except in accordance with the Operating Agreement.

**ARTICLE VII**  
**AMENDMENTS**

These Articles may not be amended except as provided in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned Authorized Representative has submitted these Articles for the purpose of forming the Company as a Florida limited liability company and hereby affirms that the Company has or will have at least one member as of the time these Articles become effective under the LLC Act.



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Jeremy S. Sloane  
Authorized Representative

1/6/08  
M7 0:1

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ACCEPTANCE OF DESIGNATION  
OF  
REGISTERED AGENT

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Pursuant to the provisions of Section 605.0113, Florida Statutes, the undersigned submits the following statement of acceptance of designation as registered agent for the Company:

*Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby 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 its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605 of the Florida Statutes.*

SLOANE & JOHNSON, PLLC

By: 

\_\_\_\_\_  
Jeremy S. Sloane, Manager

11/16/28 AM 11:21