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T RURCH



ATTORNEYS AT LAW

FIFTH THIRD CENTER
999 VANDERBILT BEACH ROAD
SUITE 501
NAPLES, FLORIDA 34108
T: 239,262 2040 • F: 239,262,2180

December 27, 2017

VIA FEDERAL EXPRESS DELIVERY

Florida Department of State Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: <u>Van-Can Investments, LLC. (the "Resulting Florida Limited Liability Company")</u>

Dear Sir or Madam:

On behalf of the Resulting Florida Limited Liability Company, enclosed herewith, please find the Articles of Conversion, and Articles of Organization. Also enclosed is our Firm's Check No. 5499, in the amount of \$185.00 (for the filing fees, Certified Copy and Certificate of Status) being submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 605.1041, E.S.

Please return all correspondence concerning this matter to Farmer & Associates, PLLC, 999 Vanderbilt Beach Road, Suite 501, Naples, Florida 34108.

Should you have any questions regarding the enclosed, please contact us at (239) 262-2040.

Very truly yours,

Aaron A. Farmer, Esq.

AAF/haf Enclosures

ce: Mr. Patrick O'Loughlin (w/ enclosures via electronic mailing)

Mr. Kyle N. Williamson (w/ enclosures via electronic mailing)

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ARTICLES OF CONVERSION FOR

LINA FOR STATE TO AMASSES, PLOKING

VAN-CAN INVESTMENTS, INC (a Florida corporation)

INTO

VAN-CAN INVESTMENTS, LLC (a Florida limited liability company)

These 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 §§ 605.1041 – 605.1046, of the Florida Statutes.

ARTICLE I Name

The name of the Other Business Entity immediately prior to filing this Certificate of Conversion is: VAN-CAN INVESTMENTS, INC.

ARTICLE II Entity Type

The Other Business entity, VAN-CAN INVESTMENTS, INC., is a Florida corporation first organized under the laws of Florida on January 5, 2005.

ARTICLE III Name after Conversion

The name of the Florida limited liability company as set forth in the Articles of Organization is VAN-CAN INVESTMENTS, LLC.

ARTICLE IV Terms of Conversion

The Plan of Conversion has been approved in accordance with §€. 605.1041 – 605.1046.

ARTICLE V Effective Date

The effective date of the conversion shall be December **29**, 2017.

ARTICLE VI Compliance with Florida Law

The conversion is permitted by the applicable Florida law and this conversion complies with such law and the requirements of §§ 605.1041 – 605.1046, F.S., in effecting the conversion.

VAN-CAN INVESTMENTS, LLC has agreed to pay to the members of any limited liability company with appraisal rights the amount to which such members are entitled under §§ 605.1006 and 605.1061-605.1072.

ARTICLE VII **Current Existence**

The "Other Business Entity" currently is active and exists on the Florida Department of State's official records under Document No. P05000002963.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion each affirming the facts stated in this Certificate of Conversion are true under § 817.155, F.S. on December <u>2.7</u>, 2017.

VAN-CAN INVESTMENTS, INC., a

Florida corporation

VAN-CAN INVESTMENTS, LLC, a

Florida

Limited liability company

Patrick Joseph O'Loughlin, Director

Patrick Joseph O Loughlin, Manager

ARTICLES OF ORGANIZATION

OF

VAN-CAN INVESTMENTS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, F.S. Chapter 605, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I — NAME

The name of the limited liability company is VAN-CAN INVESTMENTS, LLC (the "Company").

ARTICLE II — ADDRESS

The mailing address is 7955 Airport Road N, #101, Naples, FL 34109 and the street address of the principal office of the Company is 7955 Airport Road N, #101, Naples, FL 34109.

ARTICLE III — REGISTERED AGENT, REGISTERED OFFICE, AND AGENT'S SIGNATURE

The name and Florida Street address of the registered agent of the Company is Farmer & Associates, PLLC, with an address at 999 Vanderbilt Beach Road, Suite 501, Naples, FL 34108.

ARTICLE IV — MANAGEMENT

The Company shall be managed by one or more managers and is, therefore, a manager managed company. The name and the address of the initial managers of the Company are Patrick O'Loughlin of 7955 Airport Road N, #101, Naples, FL 34109 and Liam O'Loughlin of 7955 Airport Road N, #101, Naples, FL 34109.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Naples, Florida, on this <u>27</u> day of December, 2017.

Aaron A. Farmer, Authorized Representative

(In accordance with section 605.0203 (1) (h), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. 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 s.817.155, F.S.)

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF VAN-CAN INVESTMENTS, LLC

Pursuant to Chapter 605, Florida Revised Limited Liability Company Act, Farmer & Associates, PLLC, with an address at 999 Vanderbilt Beach Road, Suite 501, Naples, FL 34108, having been named as registered agent to accept service of process upon VAN-CAN INVESTMENTS, LLC, hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent, acknowledging hereby that it is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Acceptance to be executed in Naples, Collier County, Florida on this 27.42 day of December, 2017.

FARMER & ASSOCIATES, PLLC, a professional

limited liability company Initial Registered Agent

Be:

Aaron A. Farmer, Its Manager