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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

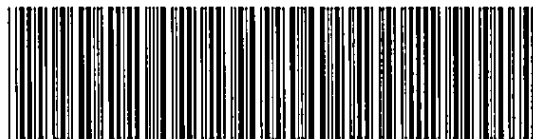
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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U.S. DEPARTMENT OF JUSTICE
FEDERAL BUREAU OF INVESTIGATION

DEC 5 2018

T SCHROEDER

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Sound Point Investment Partners, LLC
(Name of Resulting Florida Limited Company)

The enclosed Articles of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 605.1045, F.S.

Please return all correspondence concerning this matter to:

G. Alan Howard

(Contact Person)

Milam Howard Nicandri Gillam & Renner, P.A.

(Firm/Company)

14 East Bay Street

(Address)

Jacksonville, FL 32202

(City, State and Zip Code)

ahoward@milamhoward.com

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

G. Alan Howard at (904) 357-3660
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

<input checked="" type="checkbox"/> \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)	<input type="checkbox"/> \$155.00 Filing Fees and Certificate of Status	<input type="checkbox"/> \$180.00 Filing Fees and Certified Copy	<input type="checkbox"/> \$185.00 Filing Fees, Certified Copy, and Certificate of Status
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STREET ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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:
Sound Point Investment Partners, 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 Delaware
(Enter state, or if a non-U.S. entity, the name of the country)

on June 8, 2011
(date of organization, formation or incorporation)

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

Sound Point Investment Partners, 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.

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STATE OF FLORIDA
DEPARTMENT OF STATE

Signed this 29th day of November 2018

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: [Signature]

Printed Name: G. Alan Howard Title: Authorized Representative

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

Signature: [Signature]

Printed Name: G. Alan Howard Title: Authorized Representative

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)

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STATE OF FLORIDA
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF [illegible]

**ARTICLES OF ORGANIZATION
OF
SOUND POINT INVESTMENT PARTNERS, LLC**

Pursuant to the Florida Limited Liability Company Act, Chap. 605, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I
NAME**

The name of this limited liability company (the "Company") shall be Sound Point Investment Partners, LLC.

**ARTICLE II
ADDRESS**

The mailing address of this Company shall be P.O. Box 16987, Fernandina Beach, Florida 32035 and the street address of the principal office of this Company shall be 14 Sound Point Place, Fernandina Beach, Florida 32034.

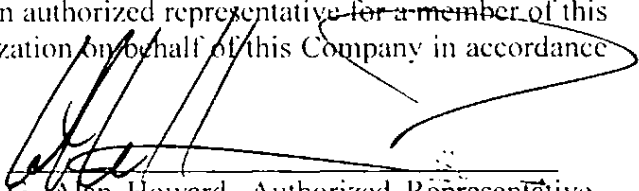
**ARTICLE III
REGISTERED AGENT**

The initial registered office of this Company shall be 14 East Bay Street, Jacksonville, Florida 32202, and its initial registered agent at such office shall be Milam Howard Nicandri Gillam & Renner, P.A.

**ARTICLE IV
MANAGEMENT OF THE COMPANY**

This Company will be managed by James P. Ferguson, its sole member and manager.

IN WITNESS WHEREOF, the undersigned, as an authorized representative for a member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with §605.0203(1)(b) of the Act.


G. Alan Howard, Authorized Representative
for Member

Dated: November 29, 2018

Prepared by G. Alan Howard, Esq.
Milam Howard Nicandri Gillam & Renner, P.A.
14 East Bay Street
Jacksonville, Florida 32202
(904) 357-3660

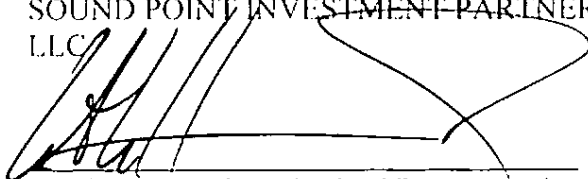
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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 605, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

Sound Point Investment Partners, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Milam Howard Nicandri Gillam & Renner, P.A. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 14 East Bay Street, Jacksonville, Florida 32202.

SOUND POINT INVESTMENT PARTNERS,
LLC



G. Alan Howard, Authorized Representative for
Member

Dated: November 29 2018

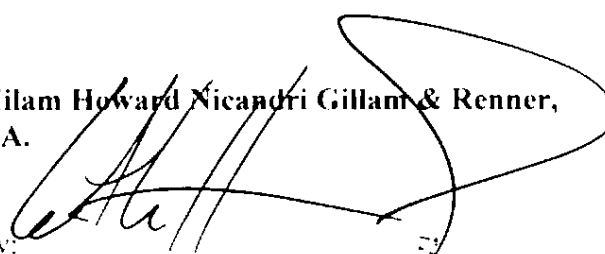
Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, we hereby agree to accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and we are familiar with and accept the obligations of my position as registered agent.

Dated this 29th day of November, 2018.

Milam Howard Nicandri Gillam & Renner,
P.A.

By:

G. Alan Howard, President



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JACKSONVILLE, FLORIDA