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(Requestor's Name)

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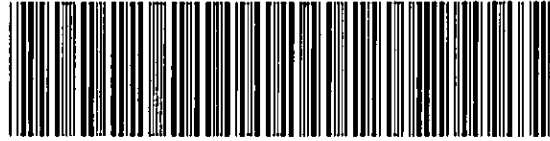
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I200000000195

REFERENCE : 556209 4381472

AUTHORIZATION :



COST LIMIT : \$ 150.00

ORDER DATE : December 21, 2018

ORDER TIME : 3:44 PM

ORDER NO. : 556209-015

CUSTOMER NO: 4381472

DOMESTIC FILING

NAME: BENEFICIAL INVESTMENTS, LLC

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Roxanne Turner - EXT.

EXAMINER'S INITIALS: \_\_\_\_\_

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**ARTICLES OF CONVERSION  
FOR  
FOREIGN LLC  
INTO  
FLORIDA LIMITED LIABILITY COMPANY**

These Articles of Conversion and the attached Articles of Organization are submitted to convert the following Ohio limited liability company (the "OH Company") into a Florida limited liability company (the "Florida Limited Liability Company"), in accordance with Section 605.1045, Florida Statutes.

1. The name of the OH Company immediately prior to the filing of the Articles of Conversion is: BENEFICIAL INVESTMENTS, LLC, an Ohio limited liability company, duly organized and existing under the laws of the State of Ohio.

2. The Articles of Organization of the OH Company were duly filed with the Ohio Secretary of State on September 17, 2001. The Ohio entity number for the OH Company is 1252730.

3. The name of the Florida Limited Liability Company, as set forth in the Articles of Organization attached hereto as Exhibit A, is: BENEFICIAL INVESTMENTS, LLC, a Florida limited liability company.

4. The conversion of the OH Company into the Florida Limited Liability Company was approved by the OH Company in accordance with the laws of the State of Ohio and all members of the OH Company approved the conversion of the OH Company into the Florida Limited Liability Company.

5. All members of the OH Company have waived any and all appraisal rights to which they may be entitled under the laws of the State of Ohio.

6. The conversion of the OH Company into the Florida Limited Liability Company shall be effective as of the date of December 31<sup>st</sup>, 2018.

(SIGNATURES ON FOLLOWING PAGE)

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Signed on 20<sup>th</sup> day of December, 2018.

OH COMPANY:

BENEFICIAL INVESTMENTS, LLC, an Ohio  
limited liability company

By: \_\_\_\_\_

Donald W. Paxton, Manager

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[SIGNATURE PAGE TO ARTICLES OF CONVERSION FOR BENEFICIAL  
INVESTMENTS, LLC]

**EXHIBIT A**  
**ARTICLES OF ORGANIZATION**

See attached.

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**ARTICLES OF ORGANIZATION**  
**OF**  
**BENEFICIAL INVESTMENTS, LLC**

The undersigned acting as the organizer of BENEFICIAL INVESTMENTS, LLC, under the Florida Revised Limited Liability Company Act, Chapter 605, Fla. Stat., adopts the following Articles of Organization:

**ARTICLE I - Name:**

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

**ARTICLE II - Address:**

The mailing address and the street address of the principal office of the Company 2 N. Tamiami Trail, Suite 800, Sarasota, FL 34236.

**ARTICLE III - Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE IV - Management:**

The Company is to be managed by one or more managers. The managers shall be elected as described in the Operating Agreement of the Company. The names and addresses of the individuals to serve as initial managers and until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Donald W. Paxton	2 N. Tamiami Trail, Suite 800, Sarasota, FL 34236

**ARTICLE V - Admission of Additional Members:**

The Company shall admit new Members only as set forth in the Operating Agreement of the Company.

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#### **ARTICLE VI - Adoption of Operating Agreement:**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 605, Fla. Stat.

#### **ARTICLE VII - Initial Registered Agent and Office:**

The initial registered agent for the Company shall be Beneficial Communities, LLC, and the street address of the Company's initial registered office is 2 N. Tamiami Trail, Suite 800, Sarasota, FL 34236.

#### **ARTICLE VIII - Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the terms of the Operating Agreement of the Company.

#### **ARTICLE IX - Indemnification:**

Each individual or entity who is or was a member, manager, or officer of the Company (and the heirs, executor, personal representatives, administrators, successors, or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that such person is or was a member, manager, or officer of the Company ("Indemnatee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnatee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnatee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement of the Company, agreement, vote of Members, or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member, manager, or officer existing at the time of such repeal or amendment.

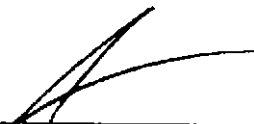
#### **ARTICLE XI - Continuation of Business:**

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, withdrawal, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member.

[SIGNATURE PAGE TO FOLLOW]

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HARRIS COUNTY, TEXAS  
CLERK OF DISTRICT COURT

IN WITNESS WHEREOF, the undersigned executes these Articles of Organization as of this 20<sup>th</sup> day of December, 2018.

  
\_\_\_\_\_  
Authorized Representative

[SIGNATURE PAGE TO ARTICLES OF ORGANIZATION OF BENEFICIAL  
INVESTMENTS, LLC]

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TALLAHASSEE, FL 32399



**ACCEPTANCE OF APPOINTMENT OF  
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED REGISTERED AGENT SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is BENEFICIAL INVESTMENTS, LLC.
2. The name and address of the registered agent and office is:

Beneficial Communities, LLC  
2 N. Tamiami Trail, Suite 800,  
Sarasota, FL 34236

Having been named as registered agent and 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.



\_\_\_\_\_  
Registered Agent

Dated this 20th day of December, 2018.

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