

U9000194503

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

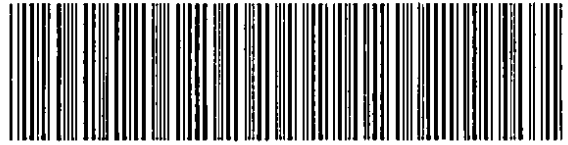
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500343331825

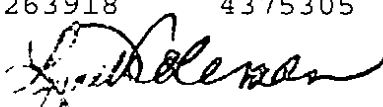
2020 APR 17 PM 8:55

RECEIVED  
2020 APR 17 PM 8:27  
FBI - ALABAMA

R. WHITE

APR 20 2020

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

ACCOUNT NO. : I20000000195  
REFERENCE : 263918 4375305  
AUTHORIZATION :   
COST LIMIT : \$ 55.00

-----

ORDER DATE : April 16, 2020  
ORDER TIME : 3:45 PM  
ORDER NO. : 263918-005  
CUSTOMER NO: 4375305

-----

DOMESTIC AMENDMENT FILING

NAME: OPP ZONE CAPITAL, LLC

EFFECTIVE DATE:

XX\_\_\_ ARTICLES OF AMENDMENT / CONVERSION  
\_\_\_ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Kadesha Roberson -- EXT# 62980

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

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Opp Zone Capital, LLC  
Name of Florida Limited Liability Company

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

Please return all correspondence concerning this matter to:

Joanne H. McKenna

Contact Person

Foley & Lardner LLP

Firm/Company

111 Huntington Avenue

Address

Boston, MA 02199

City, State and Zip Code

jmckenna@foley.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Joanne H. McKenna

at ( 617 ) 502-3356

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☐ \$30.00 Filing Fee  
and Certificate of  
Status

☒ \$55.00 Filing Fee  
and Certified Copy

☐ \$60.00 Filing Fee,  
Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

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

CR2E106 (07/14)

**Articles of Conversion**  
For  
**Florida Limited Liability Company**  
Into  
**"Converted or Other Business Entity"**

2020-04-17 11:08:54

The Articles of Conversion is submitted to convert the following **Florida Limited Liability Company** into an **"Other Business Entity"** in accordance with s. 605.1045, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

Opp Zone Capital, LLC

Enter Name of Florida Limited Liability Company

2. The name of the "Converted or Other Business Entity" is:

Opp Zone Capital, LLC

Enter Name of "Converted or Other Business Entity"

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

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

on April 17, 2020  
(Date of organization, formation or incorporation)

and the formation document is attached (if applicable).

4. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 605, F.S.

5. This conversion shall be effective in Florida on: April 17, 2020  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date of the conversion under the laws governing the "Other Business Entity.")

**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.

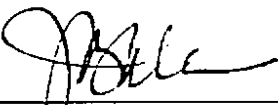
6. If the "Converted or Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Converted or Other Business Entity":

a.) Lists the following street and mailing address of an office the Florida Department of State may send and process served on the department pursuant to 605.0117 and Chapter 48.

Street Address: 600 Cleveland Street, Suite 313  
Clearwater, FL 33755  
Mailing Address: 600 Cleveland Street, Suite 313  
Clearwater, FL 33755

7. 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.

Signed this 17th day of April, 2020

Signature: 

Must be signed by a Member or Authorized Representative


Printed Name: Jennifer J. Blake Title: Authorized Representative

**Fees:** Filing Fee: \$25.00  
Certified Copy: \$30.00 (Optional)  
Certificate of Status: \$5.00 (Optional)

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO  
A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Non-Delaware Limited Liability Company first formed is Florida.
- 2.) The jurisdiction immediately prior to filing this Certificate is Florida.
- 3.) The date the Non-Delaware Limited Liability Company first formed is July 30, 2019.
- 4.) The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is Opp Zone Capital, LLC.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Opp Zone Capital, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the  
17th day of April, A.D. 2020.

By:   
Authorized Person

Name: Jennifer J. Blake  
Print or Type

## CERTIFICATE OF FORMATION

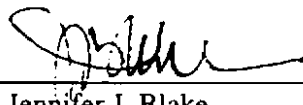
OF

### OPP ZONE CAPITAL, LLC

The undersigned, being an authorized person for the purpose of forming a limited liability company under the Delaware Limited Liability Company Act, Chapter 18, Title 6, Delaware Code, Section 18-101 et. seq. (the "Act"), hereby certifies pursuant to Section 18-201(a) of the Act that:

1. The name of the limited liability company is Opp Zone Capital, LLC (the "Company").
2. The address of the Company's registered office in the State of Delaware is c/o Corporation Service Company, 251 Little Falls Drive, Wilmington, Delaware 19808. The name of the Company's registered agent at such address is Corporation Service Company.
3. NOTICE OF LIMITATION OF LIABILITIES OF A SERIES PURSUANT TO SECTION 18-215 OF THE ACT: The limited liability company agreement of the Company may establish or provide for the establishment of one or more designated series of members, managers, limited liability company interests or assets having separate rights, powers or duties with respect to specified property or obligations of the Company or profits and losses associated with specified property or obligations, and, to the extent provided in the limited liability company agreement, any such series may have a separate business purpose or investment objective. Any debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to a particular series shall be enforceable against the assets of such series only, and not against the assets of the Company generally or any other series thereof, and none of the debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to the Company generally or any other series thereof shall be enforceable against the assets of such series.
4. This Certificate of Formation shall be effective upon filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of April 17, 2020.

  
\_\_\_\_\_  
Name: Jennifer J. Blake  
Title: Authorized Person

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Opp Zone Capital, LLC  
Name of Florida Limited Liability Company

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

Please return all correspondence concerning this matter to:

Joanne H. McKenna

Contact Person

Foley & Lardner LLP

Firm/Company

111 Huntington Avenue

Address

Boston, MA 02199

City, State and Zip Code

jmckenna@foley.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Joanne H. McKenna

at ( 617 ) 502-3356

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☐ \$30.00 Filing Fee  
and Certificate of  
Status

☒ \$55.00 Filing Fee  
and Certified Copy

☐ \$60.00 Filing Fee,  
Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

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

CR2E106 (07/14)