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TALLAHASSEE, FLORIDA



Tritt & Associates, P.A.

Attorneys at Law
Construction Law and Business Litigation

FILED
2019 SEP 18 PM 4:09
SUBMITTED BY
ALLIANCE

September 16, 2019

Via first class mail

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

**Re: Articles of Conversion for ShayCore, Inc. and Articles of Organization for
ShayCore, L.L.C.**

Dear Madam or Sir:

Enclosed please find the following documents:

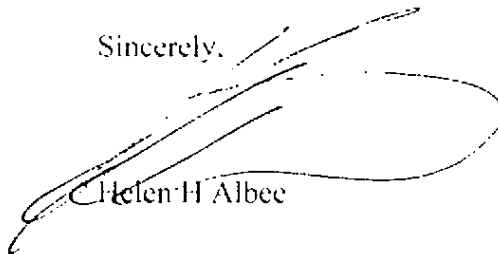
- 1) Articles of Conversion of ShayCore, Inc.;
- 2) Articles of Organization for ShayCore, L.L.C.
- 3) my firm's check in the amount of \$150.00 for the associated filing fees.

These documents are submitted for purpose of converting ShayCore, Inc., a Florida corporation, into ShayCore, L.L.C., a Florida limited liability company, in accordance with §607.11932, Fla. Stat.

Should you need anything further regarding these filings, please do not hesitate to contact me at the address or telephone number below. You may also email me at helen.albee@atritt.com.

Thank you for your attention in this matter.

Sincerely,



Helen H Albee

Encl. as stated.

cc: Norman Sanders (via e-mail only)

ARTICLES OF CONVERSION

These Articles of Conversion are submitted to convert the following Florida Profit Corporation into a Florida Limited Liability Company in accordance with § 607.11933, Fla. Stat.

WHEREAS, the Plan of Conversion for ShayCore, Inc. was adopted by its Board of Directors and approved by its shareholders; and

WHEREAS, the Florida Business Corporation Act requires ShayCore, Inc. to file Articles of Conversion;

NOW, THEREFORE, ShayCore, Inc. hereby sets forth the Articles of Conversion to effectuate its conversion to ShayCore, LLC, a Florida Limited Liability Company, pursuant to § 607.11933, Fla. Stat.

1. ShayCore, Inc., a Florida Corporation, organized on June 21, 2019, is the converting corporation.
2. The name of the converted entity shall be ShayCore, L.L.C. which shall be a Florida Limited Liability Corporation. The Articles of Organization of ShayCore, L.L.C. are attached hereto as Exhibit A.
3. ShayCore, Inc. has performed the requirements under Chapter 607 of the Florida Statutes to convert to a limited liability company and the conversion complies with the applicable laws governing said conversion.
4. The conversion shall be effective upon the filing of these Articles of Conversion and the Articles of Organization for ShayCore, L.L.C. which are attached hereto as Exhibit A.
5. ShayCore, L.L.C.'s principal office address shall be:

11235 St. Johns Industrial Parkway, Suite 4
Jacksonville, FL 32246

6. Any shareholders of ShayCore, Inc. have appraisal rights shall be paid the amount to which they are entitled pursuant to § 607.1301-607.1333, Fla. Stat.

IN WITNESS WHEREOF, ShayCore, Inc. has executed these Articles of Conversion as of the date first set forth above.

SHAYCORE, INC.

By:  DAVID M. HALL
Title: Chief Operating Officer

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STATE
TALLAHASSEE FL 32399

ARTICLES OF ORGANIZATION

ARTICLE I - NAME

The name of this limited liability company shall be ShayCore, L.L.C.

ARTICLE II – PRINCIPAL OFFICE

The principal office and mailing address of ShayCore, L.L.C. shall be 11235 St Johns Industrial Parkway, Suite 4, Jacksonville, Florida 32246.

ARTICLE III – PURPOSE

ShayCore, L.L.C. is organized to conduct any and all lawful business.

ARTICLE IV – MEMBERS

ShayCore, L.L.C. shall be a member managed limited liability company. The Authorized Members of ShayCore, L.L.C. are as follows:

William P. Kilgannon
11235 St Johns Industrial Parkway, Suite 4
Jacksonville, FL 32246

David B. Monk
11235 St Johns Industrial Parkway, Suite 4
Jacksonville, FL 32246

ARTICLE V – REGISTERED AGENT

The name and address of ShayCore, L.L.C.'s registered agent to accept service of process with the State of Florida is:

Helen H. Albee, Esq.
Tritt & Associates, P.A.
707 Peninsular Pl.
Jacksonville, FL 32204

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TALLAHASSEE, FLORIDA

Acceptance of Registered Agent

The undersigned (i) agrees to act as registered agent for ShayCore, L.L.C., to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of Chapter 605, Florida Statutes, and (ii) acknowledges that the undersigned is familiar with, and accepts the obligations of such position.

Dated: 7.1.19

Helen H. Albee
Helen H. Albee

I submit this document in accordance with § 605.0203(1)(b), Fla. Stat. and affirm the facts stated herein are true. I am aware that submitting false information in a document to the Department of State constitutes a third-degree felony as provided for in § 817.155, Fla. Stat.

Helen H. Albee, Authorized Representative

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