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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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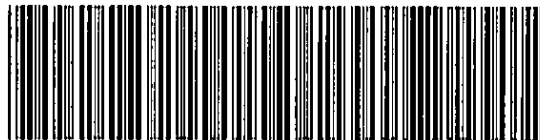
(Business Entity Name)

(Document Number)

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(1894-1986)

HAMILTON D. UPCHURCH
(1925-2008)

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(1922-2012)

Email: dwallis@ubulaw.com

October 23, 2019

Certified Mail
Return Receipt Requested

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

Re: Conversion of Conifer Power Company to Conifer Power Company, LLC
Our File No: 13-19-288

Dear Sir or Madam:

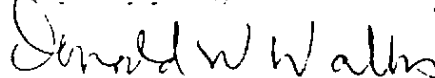
I am enclosing Articles of Conversion for Other Business Entity into Florida Limited Liability Company with attached Exhibit A (Articles of Organization of Conifer Power Company, LLC) for filing with the Florida Department of State, Division of Corporations for the above-referenced matter.

In addition, please find our firm check in the amount of \$185.00, representing the filing fee, a certified copy and a certificate of status.

Thank you for your assistance.

Should you have any questions, please do not hesitate to contact the office.

Very truly yours,


Donald W. Wallis

DWW:kalm
Enclosures

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ARTICLES OF CONVERSION
FOR
OTHER BUSINESS ENTITY
INTO
FLORIDA LIMITED LIABILITY COMPANY

19 OCT 29 PM 2:16

22nd These Articles of Conversion and attached Articles of Organization are duly executed this day of October, 2019, and are being delivered for filing in accordance with Section 605.1045(1), Florida Statutes.

RECITAL

In accordance with Section 605.1045(2)(c), Florida Statutes, a Plan of Conversion has been approved in accordance with Sections 605.1041-605.1046, Florida Statutes.

ARTICLE I

In accordance with Section 605.1045(2)(a), Florida Statutes, the name, jurisdiction and date of formation, and the type of entity of the **converting** entity are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Conifer Power Company	Florida, June 25, 2019	Corporation - P 19000053518

ARTICLE II

In accordance with Section 605.1045(2)(b), Florida Statutes, the name, jurisdiction of formation, and the type of entity of the **converted** entity are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Conifer Power Company, LLC	Florida	Limited liability company

ARTICLE III

In accordance with Section 605.1045(2)(d), Florida Statutes, the converted entity is a domestic filing entity and the text of its public organic record, in the form of its Articles of Conversion, are attached hereto as Exhibit A. Sections 605.1045(2)(e) and (f), Florida Statutes, do not apply.

ARTICLE IV

In accordance with Section 605.1045(2)(g), Florida Statutes, the converted entity agrees to pay, to any members of that limited liability company who have appraisal rights, the amount to which such members are entitled under Sections 605.1006 and 605.1061 – 605.1072, Florida Statutes.

ARTICLE V

In accordance with Section 605.1045(2)(h), Florida Statutes, the effective date of the conversion is the date received by the Florida Department of State.

SIGNATURE OF CONVERTING ENTITY

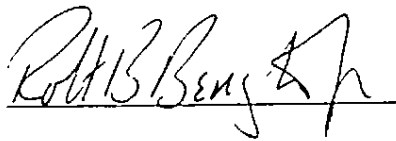
Name of Entity

Signature

Typed Name
of Individual

Title

Conifer Power Company



Robert Bergstrom

Principal

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EXHIBIT A

ARTICLES OF ORGANIZATION
OF
CONIFER POWER COMPANY, LLC

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The following Articles of Organization are being submitted to, and filed with, the Florida Department of State in accordance with Section 605.0201 of the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes (the "Revised Act"):

ARTICLE I - NAME

In accordance with Section 605.0201(2)(a) of the Revised Act, the name of the limited liability company is **CONIFER POWER COMPANY, LLC**.

ARTICLE II - ADDRESS

In accordance with Section 605.0201(2)(b) of the Revised Act, the street address and mailing address of the principal office of the limited liability company is 6513 Kings Road South, St. Augustine, Florida 32086.

ARTICLE III - REGISTERED OFFICE AND AGENT

In accordance with Section 605.0201(2)(c) of the Revised Act, the name and Florida street address of the registered agent is:

Robert Bergstrom
6513 King Road South
St. Augustine, Florida 32086

In accordance with Sections 605.0113(2) and 605.0201(2)(c) of the Revised Act, the above named registered agent submits the following written acceptance:

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.

Dated: October 22nd, 2019 Registered Agent Signature:



ARTICLE IV – MANAGEMENT OF THE COMPANY

In accordance with Sections 605.0407(1)(a)(2) and 605.0201(3)(a) of the Revised Act, the Company is to be managed by one or more managers and is, therefore, a manager-managed company. Only the managers shall have authority to manage the limited liability company and make any contracts, enter into any transactions, and make and obtain any commitments on behalf of the limited liability company to conduct or further the limited liability company's business. Therefore, except as otherwise provided in these Articles of Organization or in the Operating Agreement of the Company or as authorized by the managers, no member shall be an agent of the limited liability company or have the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the limited liability company.

ARTICLE V – APPOINTMENT OF MANAGERS

In accordance with Sections 605.0407(1) and 605.0201(3)(b) of the Revised Act, the name and address of the initial managers are:

Robert Bergstrom
6513 King Road South
St. Augustine, Florida 32086

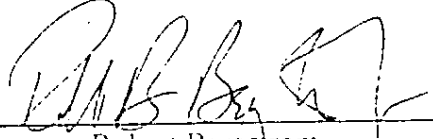
David Boyce
200 West Franklin Street
Wheaton, IL 60187

ARTICLE VII – LIMITED LIABILITY

In accordance with Section 605.0201(3)(e) of the Revised Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

IN WITNESS WHEREOF, and in accordance with Section and 605.0201(4) of the Revised Act, the undersigned has executed these Articles of Organization this 22nd day of October, 2019, and affirms that the Company has at least one member. In accordance with Section 605.0205(3) of the Revised Act, the undersigned affirms under penalty of perjury that the information stated herein is accurate.

Signature of Manager:


Robert Bergstrom