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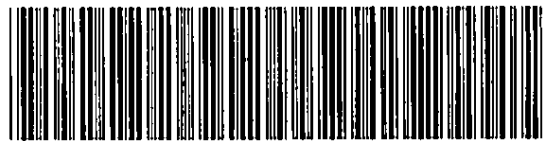
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## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** ACRN Holdings, 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:

Eric C. Boughman

(Contact Person)

ForsterBoughman

(Firm/Company)

2200 Lucien Way, Suite 405

(Address)

Maitland, FL 32751

(City, State and Zip Code)

rain.hughes@gmail.com

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

For further information concerning this matter, please call:

Eric C. Boughman

at (407) 2552055

(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)

☒ \$150.00 Filing Fees  
(\$25 for Conversion  
& \$125 for Articles  
of Organization)

☐ \$155.00 Filing Fees  
and Certificate of  
Status

☐ \$180.00 Filing Fees  
and Certified Copy

☐ \$185.00 Filing Fees,  
Certified Copy, and  
Certificate of Status

### 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  
ACRN HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY  
TO  
ACRN HOLDINGS, LLC, A FLORIDA LIMITED LIABILITY COMPANY**

These Articles of Conversion and attached Articles of Organization are submitted to convert the following foreign limited liability company to a Florida limited liability company in accordance with Florida Statutes §605.1045.

1. The name of the foreign limited liability company immediately prior to the filing of the Articles of Conversion is ACRN Holdings, LLC, a Delaware limited liability company (the "entity"). The entity was first organized under Delaware law on August 5, 2016.

2. The entity has been converted to a Florida limited liability company ("LLC"), in compliance with Chapter 605, Florida Statutes and complies with all laws governing Florida limited liability companies.

3. The name of the LLC after the filing of these Articles of Conversion, as set forth in the attached Articles of Organization, is ACRN Holdings, LLC, a Florida limited liability company.

4. The terms pursuant to which the entity shall convert to the LLC are as set forth in a Plan of Conversion, approved by all members and managers of the entity and by all members of the LLC, dated of even date herewith, and in compliance with Florida Statutes §§605.1041-605.1046.

5. The effective date of the conversion shall be the date of filing these Articles of Conversion with the Florida Secretary of State.

6. The mailing address and street address of the principal office of the LLC is 3670 Maguire Blvd #110, Orlando, FL 32803.

7. The LLC shall pay all shareholders having appraisal rights any amount to which they are entitled under Florida Statutes §§605.1006 and 605.1061-605.1072.

8. The LLC may engage in any lawful act or activity for which limited liability companies may be formed under the Act.

DATED this 15 day of November, 2019.

ACRN Holdings, LLC, a Florida limited liability company

By:   
Rain Hughes, Manager

ACRN Holdings, LLC, a Delaware limited liability company

By:   
Rain Hughes, Manager

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SECRETARY OF STATE  
TALLAHASSEE, FL

**ARTICLES OF ORGANIZATION FOR  
ACRN HOLDINGS, LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I  
NAME**

The name of the Limited Liability Company is ACRN Holdings, LLC.

**ARTICLE II  
ADDRESS**

The mailing address the principal office of the Limited Liability Company is 3670 Maguire Blvd., Suite 110, Orlando, FL 32803 and the street address of the principal office of the Limited Liability Company is 3670 Maguire Blvd., Suite 110, Orlando, FL 32803.

**ARTICLE III  
DURATION**

The period of duration for the Limited Liability Company shall be as described in the Operating Agreement governing the Limited Liability Company.

**ARTICLE IV  
MANAGEMENT**

The Limited Liability Company is to be managed by its manager and the name and address of the manager of the Limited Liability Company is: Rain Hughes, 3670 Maguire Blvd., Suite 110, Orlando, FL 32803.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the Limited Liability Company is 3670 Maguire Blvd., Suite 110, Orlando, FL 32803, and the initial Registered Agent at such address is Rain Hughes.

IN WITNESS WHEREOF, the undersigned manager affirms that, under penalties of perjury, the facts stated herein are true, and the undersigned manager has executed these Articles of Organization this 15 day of November, 2019.

By:   
Rain Hughes, Manager

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CLERK OF COURT  
JANET L. HARRIS  
CLERK OF COURT

**ACCEPTANCE OF APPOINTMENT  
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual, having been named in Article V of the foregoing Articles of Organization as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Chapter 605, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the limited liability company.

DATED this 15 day of November, 2019.



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**Rain Hughes**

**FILED**  
2019 DEC -2 PM 3:42  
SHERIFF  
ALAHASSEE COUNTY