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# **COVER LETTER**

TO: New Filing S Division of C				
SUBJECT: TEnergy	Alliance FL, LLC			
		sulting Florida Li	nited Cor	npany)
				nd fees are submitted to convert an "occordance with s. 605.1045, F.S.
Please return all corr	espondence concernin	g this matter to	):	
Kathryn P. Jones, Esq	ļ.			
	(Contact Person)			
ForsterBoughman				
	(Firm/Company)			
2200 Lucien Way, Sui	te 405			
	(Address)			
Maitland, FL 32751				
((	City, State and Zip Code)			
jsantiago@rebornener	gy.com			
E-mail Address: (to b	e used for future annual re	port notifications	)	
For further informati	on concerning this ma	tter, please cal	t:	
Kathryn P. Jones		_at ( <u>407</u>	255-	2055
(Name of Conta	ect Person)	(Area Co	le) (Day	rtime Telephone Number)
	or the following amou a bank located in the	•	proces	sed by this office must be payable in
\$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)	□\$155.00 Filing Fees and Certificate of Status	□\$180.00 Fili and Certified C		☐\$185.00 Filing Fees, Certified Copy, and Certificate of Status
Mailing Add New Filing S Division of C		New	t Address: Filing Section ion of Corporations	

The Centre of Tallahassee

Tallahassee, FL 32303

2415 N. Monroe Street, Suite 810

INHS11 (7/17)

P.O. Box 6327

Tallahassee, FL 32314

# ARTICLES OF CONVERSION FOR OLYMPIA CAPITAL INC. TO IENERGY ALLIANCE FL, LLC

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

- 1. Olympia Capital Inc. (the "Corporation") 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.

  (P16000461
- 2. The terms pursuant to which the Corporation shall convert to the LLC are as set forth in a Plan of Conversion, adopted by all shareholders and directors of the Corporation and by all members of the LLC, dated of even date herewith, and in compliance with Florida Statute 605.1041-605.1046.
- 3. The effective date of the conversion shall be the date of filing these Articles of Conversion with the Florida Secretary of State.
- 4. The mailing address of the LLC is 8015 International Drive, Suite 261, Orlando, FL 32819 and the street address of the principal office of the LLC is 700 S. Rosemary Ave., Suite 204, West Palm Beach, FL 33401.
- 5. The name of the Corporation immediately prior to the filing of these Articles of Olympia Capital Inc., incorporated under the laws of the State of Florida on May 5, 2015.
- 6. The name of the LLC after the filing of these Articles of Conversion, as set forth in the attached Articles of Organization, is 1Energy Alliance FL, LLC formed under the laws of the State of Florida.
- 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.

DATED this 9th day of July	2020.
	Olympia Capital Inc.
	By:
	Jesús E. Santiago Kivera As Its: President
	1Energy Alliance FL, LLC
	By:
	Je <u>sús E. Santia</u> go Rivera As Its: Manager

### ARTICLES OF ORGANIZATION FOR TENERGY ALLIANCE FL, LLC A FLORIDA LIMITED LIABILITY COMPANY

# ARTICLE I NAME

The name of the Limited Liability Company is 1Energy Alliance FL, LLC.

# ARTICLE II ADDRESS

The mailing address of the Limited Liability Company is 8015 International Drive. Suite 261, Orlando, FL 32819 and the street address of the principal office of the Limited Liability Company is 700 S. Rosemary Ave., Suite 204, West Palm Beach, FL 33401.

# ARTICLE III DURATION

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

# ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by its manager, and the name and address of the manager is:

Jesús E. Santiago Rivera 100 E. Pine Street, Suite 110 Orlando, Florida 32801

# ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The address of the initial Registered Office of the Limited Liability Company is 7901 4<sup>th</sup> Street N., Suite 300, St. Petersburg, FL 33702, and the initial Registered Agent at such address is Northwest Registered Agent, LLC.

	IN	WITi	NESS	WHE	EREOF,	the	undersigned	manager	affirms	that,	under	penaltie	s of
perjury	, the	facts	stated	herein	are true.	and	the undersig	ned mana,	ger has e	execut	ted thes	e Article	es of
Organi:	zatio	n this	9th_d	lay of _	July		, 2020.		-				

This space intentionally left blank. Signature page of Registered Agent follows.

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### ACCEPTANCE OF APPOINTMENT BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, 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 the undersigned is familiar with, and hereby accepts, the obligations set forth in Section 605. Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to them as Registered Agent of the limited liability company.

**DATED** this  $\frac{9 \pm h}{1}$  day of  $\frac{3 \pm h}{1}$  da

Northwest Registered Agent, LLC

By:
Tom Glover, Assistant Secretary