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| Name: | Direct Automotive Management, Inc. |
| Document #: | |
| Order #: | 13421762 |
| Certified Copy of Arts & Amend: Plain Copy: Certificate of Good Standing: | |
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Thank you!

ARTICLES OF CONVERSION

Pursuant to the provisions of Section 607.11933 of the Florida Business Corporation Act and Section 605.1045 of the Florida Revised Limited Liability Company Act, DIRECT AUTOMOTIVE MANAGEMENT, INC., a Florida corporation (the "Converting Entity"), hereby delivers these ARTICLES OF CONVERSION and attached ARTICLES OF ORGANIZATION for the purpose of converting the Converting Entity from a Florida corporation to a Florida limited liability company pursuant to the provisions of Section 607.11930 et seq. of the Florida Business Corporation Act, and Section 605.1041 et seq. of the Florida Revised Limited Liability Company Act.

- 1. The name of the Converting Entity immediately prior to the filing of the Articles of Conversion is DIRECT AUTOMOTIVE MANAGEMENT, INC.
- 2. The Converting Entity is a Florida corporation first formed under the laws of the State of Florida on October 15, 2003.
- The name of the converted entity is DIRECT AUTOMOTIVE MANAGEMENT, LLC.
- 4. The plan of conversion was approved in accordance with Section 607.11930 et seq. of the Florida Business Corporation Act.
- 5. The text of the public organic record of the converted entity is attached hereto as Exhibit A.
- 6. The conversion and these Articles of Conversion and the attached Articles of Organization shall be effective at 11:59 p.m. on December 31, 2020.

DIRECT AUTOMOTIVE MANAGEMENT, INC.,

a Florida corporation

By:

Name: Title: Jason M. Kuhn President

Date

December

2020

Exhibit A

ARTICLES OF ORGANIZATION OF DIRECT AUTOMOTIVE MANAGEMENT, LLC

[Attach]

ARTICLES OF ORGANIZATION OF DIRECT AUTOMOTIVE MANAGEMENT, LLC

The undersigned hereby organizes a limited liability company under the provisions of the Florida Revised Limited Liability Company Act, and pursuant to the following Articles of Organization:

ARTICLE 1

<u>Name</u>

The name of this limited liability company (hereafter, the "Company") is:

Direct Automotive Management, LLC

ARTICLE 2

Effective Date

The Company, being the successor by conversion to Direct Automotive Management, Inc., a Florida corporation, shall have an effective date relating back to the Company's original formation date of October 15, 2003, and shall continue in perpetuity thereafter.

ARTICLE 3

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company is 3900 W. Kennedy Boulevard, Tampa, Florida 33609.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of the Company is 401 E. Jackson Street, Suite 2400, Tampa, Florida 33602, and the name of the initial registered agent of the Company at that address is Leslie Wager Hudock.

ARTICLE 5

Management of the Company

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the current manager of the Company are:

Jason M. Kuhn 3900 W. Kennedy Blvd. Tampa, FL 33609

ARTICLE 6

Indemnification

The Company shall indemnify its managers and members to the fullest extent authorized by law.

IN WITNESS WHEREOF, the undersigned authorized representative of the sole member has executed these Articles of Organization this ____ day of December, 2020, to be effective for all purposes as of 11:59 p.m. on December 31, 2020.

JASON M. KUHN

Authorized Representative

[Registered Agent Acknowledgement on Next Page]

IN WITNESS WHEREOF, the undersigned registered agent acknowledges that she is familiar with, and accepts, the obligations of her position as registered agent of the Company as provided for in Chapter 605 of the Florida Statutes.

LESLIE WAGER HUDOCK.

Registered Agent