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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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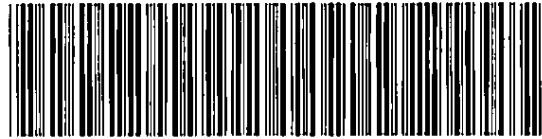
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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- ☐ **CERTIFIED COPY** _____
- XX** **PHOTOCOPY** _____
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- XX** **FILING** CONVERSION _____

1. JND SPECIALTY HOLDINGS LLC
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
4. _____
(CORPORATE NAME AND DOCUMENT #)
5. _____
(CORPORATE NAME AND DOCUMENT #)
6. _____
(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

ARTICLES OF CONVERSION
of
"OTHER BUSINESS ENTITY"
into
JND SPECIALTY HOLDINGS, LLC

The Articles of Conversion and attached Articles of Organization are submitted to convert the "Other Business Entity" into a Florida Limited Liability Company in accordance with §605.1045, Florida Statutes.

1. The name of the "Other Business Entity" converting into a Florida Limited Liability Company is: **JND SPECIALTY HOLDINGS, LTD.** which was a limited partnership formed under the laws of the State of Florida on July 11, 2008. **A08000.000669**

2. The name of the Florida Limited Liability Company is **JND SPECIALTY HOLDINGS, LLC.**

3. **JND SPECIALTY HOLDINGS, LLC** is a limited liability company organized, formed or incorporated under the laws of Florida.

4. The above referenced "Other Business Entity" has converted into a Florida Limited Liability Company in compliance with Chapters 620 and 605, Florida Statutes.

5. The Plan of Conversion was approved by all of the Partners of the converting Florida Limited Liability Partnership as required by Chapter 620, Florida Statutes, and by all of the Members and Managers of the Florida Limited Liability Company as required by Chapter 605, Florida Statutes, effective as of the 1st day of February, 2021 which vote is sufficient for approval.

6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061-605.1072, Florida Statutes.

7. This conversion is effective as of the date of filing.

[Signature Page Follows]

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JND

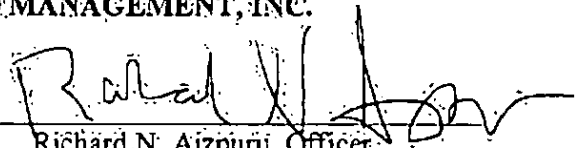
Signed effective as of 27 day of January, 2021.

JND SPECIALTY HOLDINGS, LTD.

By the undersigned General Partner:

JND MANAGEMENT, INC.

By:


Richard N. Aizpuru, Officer

JND SPECIALTY HOLDINGS, LLC

By:


Richard N. Aizpuru, Manager

**ARTICLES OF ORGANIZATION
Of
JND SPECIALTY HOLDINGS, LLC**

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "*Company*") under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the Company shall be: JND SPECIALTY HOLDINGS, LLC.

**ARTICLE II
ADDRESS AND PLACE OF BUSINESS**

The address of the principal office and the mailing address of this Company shall be:

Principal Office

19237 Leland Avenue
Brooksville, FL 34610

Mailing Address

19237 Leland Avenue
Brooksville, FL 34610

**ARTICLE III
PERIOD OF DURATION**

The period of duration of the Company shall be perpetual.

**ARTICLE IV
GENERAL POWERS**

The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions authorized under the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

**ARTICLE V
MANAGEMENT**

All powers of the Company shall be exercised by or under the authority of the manager and, except as otherwise provided in the operating agreement of the Company, if any ("*Operating Agreement*"), the business and affairs of the Company shall be managed by or under the direction of the manager. The initial Manager of the Company shall be Richard N. Aizpuru.

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**ARTICLE VI
OPERATING AGREEMENT**

The members of the Company may adopt an operating agreement pertaining to the regulation, management, and other affairs of the Company (previously defined as the "Operating Agreement"), provided that such Operating Agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The Operating Agreement may be repealed or altered only in the manner now or hereafter prescribed therein, consistent with the laws of the State of Florida.

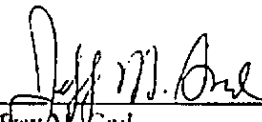
**ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Company's initial registered office in Florida is 401 East Jackson Blvd., Tampa, FL 33602, Suite 3100, and the name of its initial registered agent is Jeffrey M. Gad. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

**ARTICLE VIII
ACKNOWLEDGMENT**

The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of JND SPECIALTY HOLDINGS, LLC. These Articles of Organization may be amended from time to time by consent of the members holding a majority of the voting interests of the Company, or otherwise in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization this 27 day of January 2021.

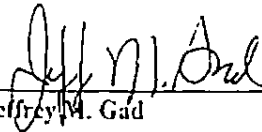


Jeffrey M. Gad,
Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of JND SPECIALTY HOLDINGS, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and is familiar with and accepts the obligations set forth in Section 605.0113, Florida Statutes.

Executed this 27 day of January, 2021.



Jeffrey M. Gad