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495 Palmer Avenue, Suite 3
Falmouth, MA 02540
Phone: (508) 548-4888
Fax: (508) 548-4088



30 Wall Street
Foxborough, MA 02035
Phone: (508) 369-2894
tim@foleylawpractice.com

December 29, 2020

VIA EXPRESS MAIL

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

RE: Cornerpost Hill House LLC

Dear Sir/Madam,

Enclosed for filing/recording please find the following:

1. Plan of Conversion;
2. Articles of Conversion (filing fee \$35); and
3. Articles of Organization (filing fee \$125).

Also enclosed is a check in the amount of **One Hundred and Fifty Dollars (\$155.00)** made payable to **"the Florida Department of State"**. If there are any issues or questions about the enclosed, please call me at 508-369-2894 or email me at tim@foleylawpractice.com.

Sincerely,

A black rectangular box redacting the signature of Timothy G. Kenneally.

Timothy G. Kenneally

Timothy G. Kenneally

Enclosures

Cc: Jeffrey Leiden, Member

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ARTICLES OF CONVERSION
CORNERPOST HILL HOUSE LLC

Dated: December 29, 2020

1. The name, jurisdiction of formation, and entity type of the out-of-state LLC:

Cornerpost Hill House LLC ("the LLC") was originally organized under the laws of the Commonwealth of Massachusetts on October 18, 2018 as a limited liability company.

2. The name and entity type in Florida:

The name of the LLC shall remain **Cornerpost Hill House LLC** and the entity will be a limited liability company under the laws of Florida.

3. The Florida LLC's Articles of Organization (as an attachment):

Filed herewith.

4. Require Approvals:

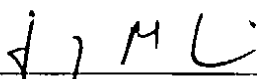
Consistent with the LLC's Operating Agreement, the sole Member of the LLC, Jeffrey Leiden, has approved these Articles of Conversion. The Commonwealth of Massachusetts has approve the conversion as of the effective date of conversion of the LLC to Florida.

5. Appraisal Rights:

As specified in the LLC's Operating Agreement, this is and shall remain a single member LLC. Therefore, no appraisal rights are required.

6. The effective date of the conversion:

THESE ARTICLES OF CONVERSION HAVE BEEN APPROVED BY THE MEMBER OF THE
LLC ON DECEMBER 29, 2020.



Jeffrey Leiden, Member

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MAITAMHILLHOUSE LLC

PLAN OF CONVERSION
CORNERPOST HILL HOUSE LLC

SECTION 1. CONVERSION AND PURPOSE

On October 18, 2018, **Cornerpost Hill House LLC** (the "LLC") was originally organized under the laws of the Commonwealth of Massachusetts. As of January 1, 2021, the LLC's business operations will primarily be conducted in Florida and the primary office for the business will be in Florida. As a result, changing the LLC's home state to Florida will lessen filing fees, save legal and business expenses and be more consistent with its operations.

SECTION 2. EFFECT OF CONVERSION

2.1. The LLC.

The LLC will be considered to have continued in existence when it is converted to a Florida LLC. The LLC will retain ownership of all of its assets and will remain subject to all of its liabilities. It will not acquire additional assets from any source or become subject to new liabilities in connection with the Conversion, and will not transfer any assets to any other person or have any of its obligations assumed by another person.

2.2. Member.

The Conversion of the LLC in Florida will not change the number or class of units the LLC is authorized to issue. The sole member of the LLC will continue to own the same number of units of the LLC after the Conversion that the member owned prior to the Conversion.

SECTION 3. STATE FILINGS

3.1. Articles of Conversion.

Articles of Conversion and Organization will be filed in the State of Florida. Apart from changing its home state, the Articles of Conversion and Organization will contain no provisions inconsistent with the existing Certificate of Organization of the LLC in Massachusetts.

3.2. Surrender of Charter.

After the LLC files Articles of Conversion and Organization in Florida, the LLC will cancel its Certificate of Organization with the Secretary of Commonwealth of Massachusetts.

SECTION 4. APPROVAL BY MEMBER

The sole Member of the LLC, Jeffrey Leiden, has approved this Plan of Conversion.

SECTION 5. EFFECTIVE DATE

The plan is to effectuate the Conversion to Florida upon filing.

SECTION 6. TAX CONSEQUENCES

The LLC and its Member intend that the Conversion will qualify as a tax free change in place of organization of a single LLC within the meaning of L.R.C. § 368(a)(1)(F).

THESE ARTICLES OF CONVERSION HAVE BEEN APPROVED BY THE MEMBER OF THE
LLC ON DECEMBER 29, 2020.



Jeffrey Leiden, Member

2021 MAR 25 AM 8:00

2021 MAR 25 AM 8:00

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

2021 MAR 25 AM 8:01
FILED
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

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

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is: **Cornerpost Hill House, LLC.**
2. The "Other Business Entity" is a **Limited Liability Company**, first organized, formed or incorporated under the laws of **Commonwealth of Massachusetts** on **October 18, 2018.**
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization: The name of the LLC shall remain **Cornerpost Hill House LLC** and the entity will be a limited liability company under the laws of Florida.
4. If not effective on the date of filing, enter the effective date:
5. The plan of conversion has been approved in accordance with all applicable statutes.
6. Consistent with the LLC's Operating Agreement, the sole Member of the LLC, Jeffrey Leiden, has approved these Articles of Conversion. The Commonwealth of Massachusetts has approve the conversion as of the effective date of conversion of the LLC to Florida.
7. Appraisal Rights: As specified in the LLC's Operating Agreement, this is and shall remain a single member LLC. Therefore, no appraisal rights are required under ss. 605.1006 and 605.106 1-605.1072, F.S.

Signed this 19 day of March, 2021.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: J. M. L.

Printed Name: JENNIFER M. LEIDEN Title: Manager/Sole Member

Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]

Signature of Authorized Representative: J. M. L.

Printed Name: JENNIFER M. LEIDEN Title: Manager/Sole Member

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Cornerpost Hill House LLC

(Must contain the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

15 North Beach Road

Hobe Sound, FL 33455

Mailing Address:

15 North Beach Road

Hobe Sound, FL 33455

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Jeffrey Leiden, MD, PhD

Name

15 North Beach Road

Florida street address (P.O. Box NOT acceptable)

Hobe Sound

FL 33455

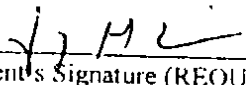
City

Zip

FILED

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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 as provided for in Chapter 605, F.S.


Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

Name and Address:

MGR

Jeffrey Leiden, MD, PhD

15 North Beach Road

Hobe Sound, FL 33455

MGR

Lisa Leiden

15 North Beach Road

Hobe Sound, FL 33455

MGR

Benjamin Leiden

63 Racing Beach Avenue

Falmouth, MA 02540

(Use attachment if necessary)

2021 MAR 25 AM 8:04

FILED

ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)
(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 calendar days after the date of filing.)

ARTICLE VI: Other provisions, if any.

The purpose of Cornerpost Hill House LLC is as stated in Section 3.1 of its Operating Agreement dated December 31, 2020.

REQUIRED SIGNATURE:

Signature of a member or an authorized representative

In accordance with section 605.0205 (3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Jeffrey Leiden, MD, PhD, Manager

Typed or printed name of signer

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)