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SECRETARY OF STATE  
TALLAHASSEE, FL

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 863454 4352702

AUTHORIZATION : 

COST LIMIT : \$ 600.00

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ORDER DATE : June 14, 2021

ORDER TIME : 9:18 AM

ORDER NO. : 863454-005

CUSTOMER NO: 4352702  
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DOMESTIC AMENDMENT FILING

NAME: TOPS REAL ESTATE PARTNERS,  
LLLP

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT / *conversion*  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland -- EXT# 61592

EXAMINER'S INITIALS: \_\_\_\_\_

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**ARTICLES OF CONVERSION  
FOR  
"OTHER BUSINESS ENTITY"  
INTO  
FLORIDA LIMITED LIABILITY COMPANY**

SECRETARY OF STATE  
TALLAHASSEE, FL

These 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 F.S. § 605.1045.

1. The name of the "Other Business Entity" immediately prior to the filing of these Articles of Conversion is: **TOPS Real Estate Partners, LLLP** (the "Converting Entity").
2. The "Converting Entity" is a **Florida limited liability limited partnership** first formed under the laws of the state of Florida effective as of **April 7, 2003, Document No. A03000000662**, and the jurisdiction has not been changed.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: **TOPS Real Estate Partners, LLC** (the "Converted Entity").
4. The Converting Entity has been converted into a Florida limited liability company in compliance with Chapter 605, Florida Statutes.
5. The Plan of Conversion has been approved in accordance with all applicable statutes.
6. The Converted Entity has agreed to pay any members having appraisal rights the amount to which they are entitled under Chapter 605, Florida Statutes.
7. The effective date of Conversion to a Florida Limited Liability Company is upon filing.

{Signature pages follow.}

IN WITNESS WHEREOF, the undersigned have executed these Articles of Conversion as of the 9 day of June 2021.

**TOPS REAL ESTATE PARTNERS, LLLP,**  
a Florida limited liability limited partnership

**TOPS REAL ESTATE PARTNERS, LLC,**  
a Florida limited liability company

By: TOPS Real Estate Management Inc.,  
a Florida corporation  
As its General Partner

By:

By:

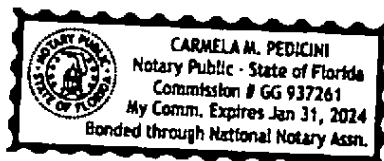
Tracy E. Topjun  
As its President

Tracy E. Topjun  
As its Manager

**STATE OF FLORIDA**  
**COUNTY OF SARASOTA**

The foregoing instrument was acknowledged before me by means of ☐ physical presence or ☐ online notarization, this 9<sup>th</sup> day of June 2021, by Tracy E. Topjun, as President of TOPS Real Estate Management Inc., a Florida corporation, on behalf of the corporation, and on behalf of the corporation in its capacity as General Partner of TOPS Real Estate Partners, LLLP, a Florida limited liability limited partnership. The above-named person is personally known to me or has produced PERSONALLY KNOWN as identification. If no type of identification is indicated, the above-named person is personally known to me.

(Notary Seal)



Signature of Notary Public

Print Name of Notary Public

I am a Notary Public of the State of Florida,  
and my commission expires on

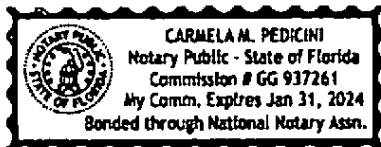
1 - 31 - 2024

{Signature page continues.}

STATE OF FLORIDA  
COUNTY OF Sarasota

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 9 day of June 2021, by Tracy E. Topjun, as Manager of TOPS Real Estate Partners, LLC, a Florida limited liability company, on behalf of the company. The above-named person is personally known to me or has produced \_\_\_\_\_ as identification. If no type of identification is indicated, the above-named person is personally known to me.

(Notary Seal)



Carmela M. Pedicini  
Signature of Notary Public

CARMELA M. PEDICINI  
Print Name of Notary Public

I am a Notary Public of the State of Florida,  
and my commission expires on  
1-31-2024

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SECRETARY OF STATE  
TALLAHASSEE, FL

**ARTICLES OF ORGANIZATION  
OF  
TOPS REAL ESTATE PARTNERS, LLC**

The undersigned, an authorized representative, hereby subscribes to these Articles of Organization to form a limited liability company (the "Company"), under the Florida Revised Limited Liability Company Act (Chapter 605, Florida Statutes) and in accordance with F.S. § 605.0201.

1. **Name.** The name of the Company is:

TOPS Real Estate Partners, LLC

2. **Mailing Address and Street Address of Principal Office.** The mailing address and the street address of the principal office of the Company is 2224 Novus Street, Sarasota, Florida 34237.

3. **Name and Street Address of Initial Registered Agent.** The name and street address of the Company's initial registered agent is Cross Street Corporate Services, LLC, 200 South Orange Avenue, Sarasota, Florida 34236.

4. **Management.** The Company shall be a manager-managed company. The name and address of the initial manager of the Company is:

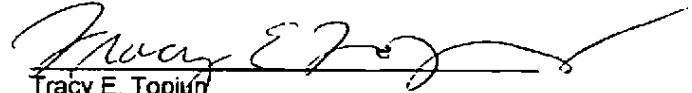
Tracy E. Topjun  
2224 Novus Street  
Sarasota, Florida 34237

Managers may be appointed or removed in the manner provided in the Operating Agreement of the Company.

5. **Existence.** In accordance with F.S. § 605.0207, the Company's existence shall begin at the date of formation of the Converting Entity, which is: **April 7, 2003. The Conversion will be effective upon filing.**

6. **Amendment.** These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization as of the 7 day of June 2021 (the "Execution Date").

  
Tracy E. Topjian  
Authorized Representative

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

In accordance with F.S. §§ 605.0201(2)(c) and 605.0113, the undersigned is familiar with the obligations imposed on the position of registered agent by the Florida Revised Limited Liability Company Act and hereby accepts appointment as the initial registered agent of the Company.

IN WITNESS WHEREOF, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.

**Cross Street Corporate Services, LLC,**  
a Florida limited liability company

By: 

E. John Wagner, II  
As its Vice President

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SECRETARY OF STATE  
TALLAHASSEE, FL