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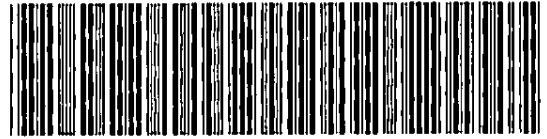
(Business Entity Name)

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Filing Cover Sheet

To: Florida Division of Corporations

From: TAYLOR SEAY C/O Capitol Services, Inc.

Date: 8/27/2021

Trans#: 1228409

Entity Name: BW OLD SCHOOL SQUARE, INC. (FL) CONVERTING INTO BW OLD SCHOOL SQUARE LLC (FL)

Articles Incorporation ()

Articles of Dissolution ()

Conversion (XX)

Foreign Qualification ()

Limited Partnership ()

Reinstatement ()

Other ()

Articles of Amendment ()

Annual Report ()

Fictitious Name ()

Limited Liability ()

Merger ()

Withdrawal / Cancellation ()

STATE FEES PREPAID WITH CHECK #2313 FOR \$180.00

PLEASE RETURN:

Certified Copy (XX)

Plain Photocopy ()

Good Standing ()

Certificate of Fact ()

**ARTICLES OF CONVERSION
FOR
CONVERTING A
DOMESTIC CORPORATION
INTO
A CONVERTED DOMESTIC ELIGIBLE ENTITY**

Date: August 27, 2021

THESE ARTICLES OF CONVERSION are submitted to convert a converting eligible entity (which is a Florida Profit Corporation) into a converted eligible entity (which is a Florida limited liability company) in accordance with Section 605.1045, Florida Statutes.

1. Name, Jurisdiction, and Type of Entity of the Converting Eligible Entity. The name of the converting eligible entity immediately prior to the filing of these Articles of Conversion is BW Old School Square, Inc., a corporation formed under the laws of the State of Florida on September 2, 2015 (the "Converting Eligible Entity"). Each shareholder of the Converting Eligible Entity has approved these Articles of Conversion.

2. Name, Jurisdiction, and Type of Entity of the Converted Eligible Entity. The name of the converted domestic eligible entity is BW Old School Square LLC (the "Converted Eligible Entity"), a limited liability company under the laws of the State of Florida.

3. Approval of Plan. The plan of conversion has been approved in accordance with all applicable statutes.

4. Public Organic Record. A copy of the Converted Eligible Entity's public organic record, as filed with the Florida Department of State, Division of Corporations, and effective upon these Articles of Conversion becoming effective, is attached hereto as Exhibit A.

5. Effective Date. This conversion shall be effective when these Articles of Conversion are filed with the Florida Department of State, Division of Corporations.

6. Appraisal Rights. The Converted Eligible Entity has agreed to pay any members of the Converted Eligible Entity and any shareholders of the Converting Eligible Entity having appraisal rights, in either instance, the amount to which they are entitled under Sections 605.1006 and 605.1061-605.1072, Florida Statutes, and Sections 607.1301-607.1333, Florida Statutes, respectively.

[Balance of page intentionally left blank; signature blocks appear on following page.]

2021 AUG 27 4H 10:10
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TALLAHASSEE, FL

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IN WITNESS WHEREOF, the undersigned, being duly authorized, has executed these Articles of Conversion as of the date first set forth above.

Converting Eligible Entity

BW Old School Square Inc., a Florida corporation

By: DocuSigned by: Patricia Werhahn
41D098DE40F7450
Patricia Werhahn, Chief Executive Officer

IN WITNESS WHEREOF, the undersigned, being duly authorized, has executed these Articles of Conversion as of the date first set forth above.

Converted Eligible Entity

BW Old School Square, LLC, a Florida
limited liability company

By: DocuSigned by: Patricia Werhahn
41D088DE40F7450
Patricia Werhahn, Authorized
Representative

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EXHIBIT A

(See attached public organic record)

**ARTICLES OF ORGANIZATION
OF
BW Old School Square LLC
a Florida limited liability company**

1. The name of the limited liability company is BW Old School Square LLC.
2. The street and mailing address of the principal office of the limited liability company is:

515 East Las Olas Boulevard
15th Floor
Fort Lauderdale, Florida 33301
3. The name and street address of the initial registered agent of the limited liability company is:

Patricia Werhahn
515 East Las Olas Boulevard
15th Floor
Fort Lauderdale, Florida 33301

Dated: as of August 27, 2021.

DocuSigned by:
Patricia Werhahn
41D099DE4DE7450
Patricia Werhahn, Authorized Representative

SECRETARY OF STATE
TALLAHASSEE, FL

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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Organization of BW Old School Square LLC as registered agent for the limited liability company therein named, hereby agrees that (i) she accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) she is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of August 27, 2021.

DocuSigned by:

Patricia Werhahn

Patricia Werhahn