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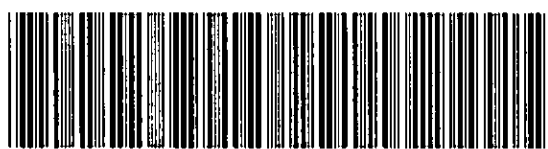
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Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

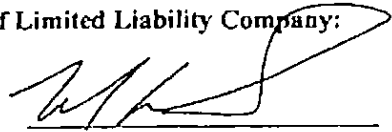
The Articles of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with § 605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is: **Access Control Technologies, Inc.**
2. The "Other Business Entity" is a corporation, first incorporated under the laws of **Florida**, on **February 7, 1968**.
3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**: **KLP of Central Florida, LLC**
4. The effective date shall be **December 31, 2021**.
5. The plan of conversion has been approved in accordance with all applicable statutes.
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 §§ 605.1006 and 605.1061-605.1072, Florida Statutes.

Effective as of the 31st day of December, 2021.

Signature of Authorized Representative of Limited Liability Company:
KLP of Central Florida, LLC

Signature of Authorized Representative:



Michael R. Knarreborg, Manager

Signature(s) on behalf of Other Business Entity:
Access Control Technologies, Inc.

Signature:



Michael R. Knarreborg, President

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**PLAN OF CONVERSION
TO LIMITED LIABILITY COMPANY**

THIS PLAN OF CONVERSION (this "Plan") of Access Control Technologies, Inc., a Florida corporation (the "Corporation") is hereby effective as of December 31, 2021.

RECITALS

WHEREAS, the Corporation is a corporation organized under the laws of the State of Florida and formed on February 7, 1968; and

WHEREAS, the Corporation desires to convert into and to hereafter become and continue to exist as a Florida limited liability company pursuant to Section 605.1042 *et seq.* of the Florida Revised Limited Liability Company Act (the "LLC Act") and Section 607.1112 *et seq.* of the Florida Business Corporation Act (the "Business Corporation Act");

WHEREAS, pursuant to Section 605.1042 *et seq.* of the LLC Act and Section 607.1112 *et seq.* of the Business Corporation Act, the Board of Directors of the Corporation has, by resolutions duly adopted, recommended this Plan to the shareholders of the Corporation, Michael Knarreborg, Dan and Kathy Lowery, and Robert Payne II (collectively, the "Shareholders"), to effect the conversion of the Corporation to a Florida limited liability company pursuant to Section 605.1042 *et seq.* of the LLC Act (the "Conversion"), upon the terms and conditions set forth in this Plan; and

WHEREAS, the Plan has been approved and adopted by the Shareholders;

NOW THEREFORE, this Plan is hereby approved to convert the Corporation to a Florida limited liability company:

1. Conversion. Upon the terms and subject to the conditions set forth in this Plan, and pursuant to Section 605.1042 *et seq.*, of the LLC Act and Section 607.1112 *et seq.* of the Business Corporation Act, at the Effective Time (hereinafter defined), the Corporation shall be converted into and shall hereafter become and continue to exist as a Florida limited liability company under the name of KLP of Central Florida, LLC ("KLP");

2. Effective Time. The Conversion shall become effective (the "Effective Time") on December 31, 2021, once the Articles of Conversion are filed with the Secretary of the State of Florida. The Florida Articles of Conversion converting the Company to KLP of Central Florida, LLC is attached hereto as Exhibit A. The Articles of Organization for KLP of Central Florida, LLC is attached hereto as Exhibit B.

3. Effects of Conversion. The consummation of the Conversion shall have all of the effects set forth in Section 605.1046 of the LLC Act and Section 607.1114 of the Business Corporation Act. In furtherance, and not in limitation, of the foregoing, at the Effective Time, all of the obligations of the Corporation as well as all of the rights, privileges and powers of the Corporation, and all property, real, personal and mixed and all debts due to the Corporation or

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owed by the Corporation, as well as all other things and causes of action belonging to the Corporation shall remain vested in the KLP and shall be the property of the KLP, and the title to any real property vested by deed or otherwise in the Corporation shall not revert or be in any way impaired by reason of Section 605.1046 of the LLC Act and Section 607.1114 of the Business Corporation Act.

4. Operating Agreement of KLP. At the Effective Time, the bylaws of the Corporation shall be replaced by and the KLP shall be governed by, the KLP operating agreement, substantially in the form attached hereto as Exhibit C ("Operating Agreement").

5. Directors and Officers. The directors of the Corporation immediately prior to the Effective Time shall be the directors of the KLP from and after the Effective Time until their successors are duly appointed and qualified, to serve in accordance with the relevant provisions of the LLC Act (and deemed managers of the Corporation for the purposes of the LLC Act) and the terms of the Operating Agreement. The officers of the Corporation immediately prior to the Effective Time shall be the officers of the KLP from and after the Effective Time until their successors are duly appointed and qualified to serve in accordance with the relevant provisions of the LLC Act and the terms of the Operating Agreement.

6. Conversion of Shares. At the Effective Time, by virtue of the Conversion and without any action on the part of the Corporation, the KLP or any holder thereof, the shares of the common stock, no par value, of the Corporation, issued and outstanding immediately prior to the Effective Time, all of which are held by the Shareholders, shall be automatically converted into one hundred percent (100%) of the limited liability company interests of the KLP. Immediately prior to the Effective Time, there shall be outstanding no class or series of capital stock of the Corporation other than its common stock, no par value.

7. Termination. This Plan and the transactions contemplated hereby may be terminated by resolution of the Board of Directors of the Corporation at any time prior to the Effective Time in the manner and to the extent provided in the LLC Act and Business Corporation Act.

8. Effect of Termination. If this Plan is terminated pursuant to Section 7 hereof, this Plan shall become void and of no effect with no liability on the part of any party hereto.

9. Amendment. This Plan and the transactions contemplated hereby may be amended by resolution of the Board of Directors of the Corporation at any time prior to the Effective Time in the manner and to the extent provided in the LLC Act and the Business Corporation Act.

10. Governing Law. This Plan shall be governed by, enforced under and construed in accordance with the laws of the State of Florida.

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IN WITNESS WHEREOF, the undersigned hereby approves this Plan of Conversion effective as of the 31st day of December, 2021.

ACCESS CONTROL TECHNOLOGIES, INC.,
a Florida corporation

By: 
Michael Knarreborg, President

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ARTICLES OF ORGANIZATION
OF
KLP OF CENTRAL FLORIDA, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, F.S. Chapter 605, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I

Name. The name of the limited liability company shall be KLP of Central Florida, LLC ("Company").

ARTICLE II

Address. The mailing address is P.O. Box 550190 Orlando, FL 32855-0190 and the street address of the principal office of the Company shall be 1028 W. Washington St., Orlando, FL 32805.

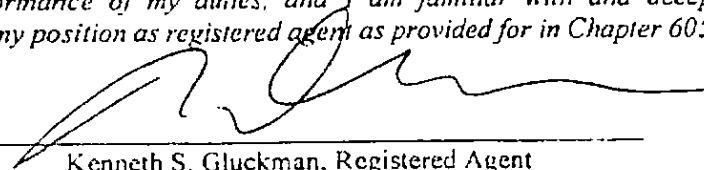
ARTICLE III

Duration. The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in the operating agreement of the Company.

ARTICLE IV

Initial Registered Office and Agent. The street address of the initial registered office of the Company is 111 N. Orange Ave, Suite 900, Orlando, FL 32801 and the name of the initial registered agent of the Company at that address is Kenneth S. Gluckman.

Having been named as registered 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 of 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.

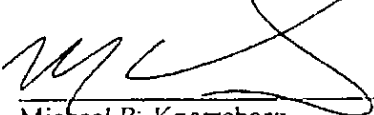

Kenneth S. Gluckman, Registered Agent

ARTICLE V

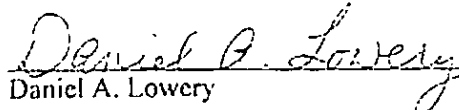
Management. The Company shall be managed by a manager or managers in accordance with an operating agreement adopted by the members for the management of the business and affairs of the Company. The operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial Manager(s) of the Company is/are:

<u>NAME</u>	<u>ADDRESS</u>
Michael R. Knarreborg	1028 W. Washington St., Orlando, FL 32805
Daniel A. Lowery	1028 W. Washington St., Orlando, FL 32805
Kathy M. Lowery	1028 W. Washington St., Orlando, FL 32805
Robert Payne, II	1028 W. Washington St., Orlando, FL 32805

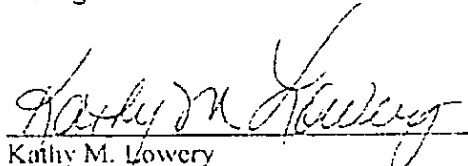
IN WITNESS WHEREOF, the undersigned does set his hand and seal and has acknowledged and filed the foregoing Articles of Organization under the laws of the State of Florida effective this 51st day of December, 2021.



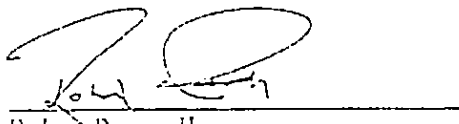
Michael R. Knarreborg
Manager



Daniel A. Lowery
Manager



Kathy M. Lowery
Manager



Robert Payne, II
Manager

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