

L22000456656

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

(Business Entity Name)

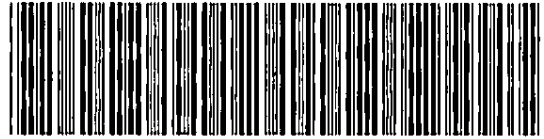
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OCT 25 2022

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OCT 25 AM 10:05

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OCT 25 AM 10:32

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

ACCOUNT NO. : I20000000195

REFERENCE : 074868 4352702

AUTHORIZATION :



COST LIMIT : \$ 180.00

ORDER DATE : October 24, 2022

ORDER TIME : 10:04 AM

ORDER NO. : 074868-005

CUSTOMER NO: 4352702

DOMESTIC AMENDMENT FILING

NAME: TOWN & COUNTRY CAPITAL
PARTNERS LLC

EFFECTIVE DATE:

XX___ ARTICLES OF AMENDMENT/CONVERSION
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX___ CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Eyliena Baker -- EXT#

EXAMINER'S INITIALS: _____

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

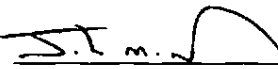
These Articles of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with F.S. § 605.1045.

1. The name of the "Other Business Entity" immediately prior to the filing of these Articles of Conversion is: **Town & Country Capital Partners LLC** (the "Converting Entity").
2. The Converting Entity is an **Illinois limited liability company** first formed under the laws of the state of **Illinois on February 24, 2015, File Number 05161118**, 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: **Town & Country Capital 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. A Plan of Domestication and Conversion for the Converting Entity was duly authorized and approved in accordance with all applicable statutes.
6. To the extent applicable, the Converted Entity has agreed to pay any members having appraisal rights the amount to which they are entitled under Sections 605.1006 and 605.1061-605.1072, Florida Statutes.
7. The effective date of Conversion to a Florida Limited Liability Company is upon filing.

[Signatures appear on the following page]

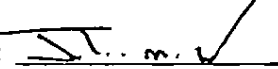
IN WITNESS WHEREOF, the undersigned have executed these Articles of Conversion as of the 19th day of October 2022.

Town & Country Capital Partners LLC,
an Illinois limited liability company

By: 

John M. Holland
As its Manager

Town & Country Capital Partners LLC,
a Florida limited liability company

By: 

John M. Holland
As its Manager

ARTICLES OF ORGANIZATION
OF
TOWN & COUNTRY CAPITAL PARTNERS LLC

The undersigned 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:

Town & Country Capital 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 401 Quay Commons, Unit 1101, Sarasota, Florida 34236.

3. **Name and Street Address of Initial Registered Agent.** The name and street address of the Company's initial registered agent is John M. Holland, 401 Quay Commons, Unit 1101, 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:

John M. Holland
401 Quay Commons, Unit 1101
Sarasota, Florida 34236

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 **February 24, 2015**. 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 1st day of October 2022 (the "Execution Date").



John M. Holland
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.



John M. Holland
Registered Agent

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22 OCT 25 AM 10:05