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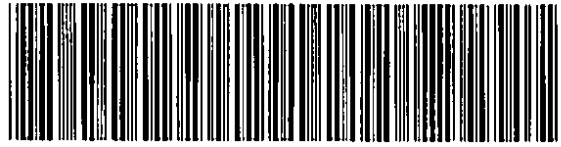
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CONVERSION

1. **ASPEN PRIVATE CAPITAL ITALY UNO, LLC**

(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

ARTICLES OF CONVERSION
FOR
ASPEN PRIVATE CAPITAL ITALY UNO, LLC
(Other Business Entity)
INTO
ASPEN PRIVATE CAPITAL ITALY UNO, LLC
(a Florida Limited Liability Company)

This 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 Section 605.1045, Florida Statutes.

1. The name of the Other Business Entity immediately prior to the filing of this Articles of Conversion is ASPEN PRIVATE CAPITAL ITALY UNO, LLC.
2. The Other Business Entity is a limited liability company first organized/formed under the laws of the State of Colorado on August 1, 2015.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is ASPEN PRIVATE CAPITAL ITALY UNO, LLC.
4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.
5. The effective date is the date of filing.

Signed this 14th day of July 2023.

ASPEN PRIVATE CAPITAL ITALY
UNO, LLC, a Colorado limited liability
company

By: Brandon Marion
Brandon Marion, Manager

ASPEN PRIVATE CAPITAL ITALY
UNO, LLC, a Florida limited liability
company

By: Brandon Marion
Brandon Marion, Manager

**ARTICLES OF ORGANIZATION
OF
ASPEN PRIVATE CAPITAL ITALY UNO, LLC**

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

ARTICLE I

Name

The name of this Company shall be: ASPEN PRIVATE CAPITAL ITALY UNO, LLC.

ARTICLE II

Place of Business

The principal place of business of this Company shall be 331 Cleveland Street, Suite 404, Clearwater, Florida 33755; and the mailing address of this Company shall be P.O. Box 606, Clearwater, Florida 33757; and such other place or places as may be designated by the manager from time to time.

ARTICLE III

Registered Agent and Office

The initial registered agent for this Company shall be Brandon Marion and the address of the registered agent for service of process shall be 331 Cleveland Street, Suite 404, Clearwater, Florida 33755.

ARTICLE IV

Management of Business

The Company shall be manager-managed. The initial manager shall be Brandon Marion, whose address is 331 Cleveland Street, Suite 404, Clearwater, Florida 33755.

The undersigned has executed these Articles of Organization this 14th day of July 2023.


BRANDON MARION, Manager

Prepared By:

Peter A. Rivellini, Esquire
Johnson, Pope, Bokor, Ruppel & Burns, LLP
311 Park Place Blvd., Suite 300
Clearwater, Florida 33759
(727) 461-1818
Bar No. 0067156

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CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 331 Cleveland Street, Suite 404, Clearwater, Florida 33755, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated this 14th day of July 2023.



BRANDON MARION

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