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CAPITAL CONNECTION, INC.

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OGLETHORPE HOLDINGS, INC.

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**ARTICLES OF CONVERSION
FOR FLORIDA CORPORATION INTO
FLORIDA LIMITED LIABILITY COMPANY**

These Articles of Conversion and attached Articles of Organization are submitted to convert the following Florida Corporation into a Florida Limited Liability Company in accordance with §605.1045, *Florida Statutes*.

1. The name of the converting Florida corporation immediately prior to the filing of the Articles of Conversion is **Oglethorpe Holdings, Inc.**

2. **Oglethorpe Holdings, Inc.** is a corporation first organized, formed or incorporated under the laws of Florida on February 7, 2000.

3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is **Oglethorpe Holdings 1, LLC**.

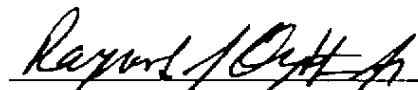
4. The effective date of this conversion is: November 30 2023.

5. The plan of conversion has been approved in accordance with all applicable statutes.

6. The **Oglethorpe Holdings 1, LLC** 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*.


Signed this 16th day of November, 2023.

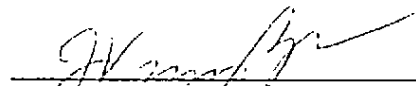
Oglethorpe Holdings, Inc.


Raymond J. Oglethorpe, Jr., Director


Todd W. Fennell, Director

Oglethorpe Holdings 1, LLC


Raymond J. Oglethorpe, Manager


Vincent J. Boyle, Independent Manager

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**ARTICLES OF ORGANIZATION
OGLETHORPE HOLDINGS 1, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I – NAME

The name of the limited liability company is:
Oglethorpe Holdings 1, LLC

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:
979 Beachland Blvd
Vero Beach, FL 32963

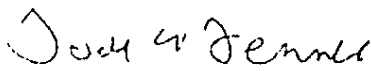
Mailing Address:
979 Beachland Blvd
Vero Beach, FL 32963

**ARTICLE III – REGISTERED AGENT, REGISTERED OFFICE
AND REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the initial Registered Agent are:

Todd W. Fennell
979 Beachland Blvd
Vero Beach, FL 32963

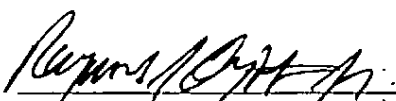
Having been named as initial Registered Agent and to accept service of process for the above stated Limited Liability Company at the place designated in this Article of these Articles of Organization, I hereby accept the designation as Registered Agent and agree to act in this capacity. I further agree 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 of the Florida Statutes.



Todd W. Fennell

ARTICLE IV – MANAGEMENT

The Limited Liability Company shall be a manager-managed limited liability company. The Managers of the Company shall be Raymond J. Oglethorpe, Jr., and Vincent J. Boyle.



Raymond J. Oglethorpe, Jr.,
Authorized Representative



Todd W. Fennell, Authorized Representative