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(Requestor's Name)

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(City/State/Zip/Phone #)

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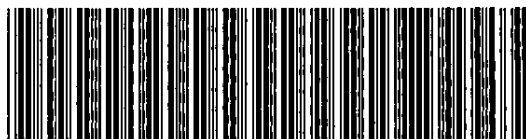
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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RECEIVED
DEPARTMENT OF STATE
13 AUG 22 AM 8:55
SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 AUG 22 AM 8:41

Ps 8/23/13



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 772233 4305966

AUTHORIZATION :

COST LIMIT : \$105.00

ORDER DATE : August 21, 2013

ORDER TIME : 9:12 AM

ORDER NO. : 772233-005

CUSTOMER NO: 4305966

DOMESTIC AMENDMENT FILING

NAME: FICUS INVESTMENTS, LLC

EFFECTIVE DATE:

XX CERTIFICATE OF CONVERSION
XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER'S INITIALS: _____

13 AUG 22 AM 8:41

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Ficus Investments, LLC

L13 0000 32510

Enter Name of Other Business Entity

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 4/8/2004

Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:

Ficus Investments, Inc.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

13 AUG 22 AM 8:41

Signed this 21st day of August, 2013.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, ~~Director~~, Officer, or, if Directors or Officers have not been selected, an Incorporator: _____

Printed Name: Brian D. Harvel Title: Incorporator

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: _____

Printed Name: Jefferson R. Voss Title: Manager

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

ARTICLES OF INCORPORATION
OF
FICUS INVESTMENTS, INC.

13 AUG 22 AM 8:41

The undersigned, being above the age of eighteen (18) years and competent to contract for the purpose of organizing a corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

ARTICLE I

NAME

The name of the Corporation shall be FICUS INVESTMENTS, INC., and its principal place of business shall be located at 9350 Conroy Windermere Road, Windermere, Florida 34786, with a mailing address of Post Office Box 8800 Windermere, Florida 34786.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

The Corporation shall commence corporate existence on the date of filing these articles of incorporation with the Secretary of State of Florida and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL PURPOSE; GENERAL POWERS

The general purpose of the Corporation shall be the transaction of any and all lawful business. The Corporation shall have all of the powers enumerated in the Florida Business Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

ARTICLE IV

CAPITAL STOCK

1. **Number and Class of Shares Authorized; Par Value.** The Corporation is authorized to issue One Hundred (100) shares of voting common stock, having One Dollar (\$1.00) par value.

2. **Voting Rights.** The holders of common stock shall possess and exercise exclusive voting rights and at all meetings of the shareholders, each record holder of such

stock shall be entitled to one vote for each share held. Shareholders holding common stock shall have no cumulative voting rights in any election of directors of the Corporation.

3. **Consideration for Issuance of Stock.** The Board of Directors of the Corporation may from time to time issue the authorized stock of the Corporation, or any part thereof, for such consideration as it may deem equivalent to or in excess of the par value thereof. The authorized stock of the Corporation may be paid for, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation at a fair valuation placed on such property or services by the Board of Directors. Future services evidenced by a written agreement shall constitute payment or part payment for the issuance of stock of the Corporation.

4. **No Preemptive Rights.** No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which he already holds, to purchase his pro rata or any other share of such stock at the same price at which it is offered to others or at any other price.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at 1201 Hays Street, Tallahassee, Florida 32301, and the initial registered agent of the Corporation at that address shall be **CORPORATION SERVICE COMPANY**. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of incorporation.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws. The name and street address of each of the initial directors of the Corporation is:

Jefferson R. Voss

9350 Conroy Windermere Road
Windermere, Florida 34786

Vince Marino

9350 Conroy Windermere Road
Windermere, Florida 34786

ARTICLE VII

OFFICERS

The name and street address of the initial officers of the Corporation are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Jefferson R. Voss	President and Secretary	9350 Conroy Windermere Road Windermere, Florida 34786
Vince Marino	Vice President and Treasurer	9350 Conroy Windermere Road Windermere, Florida 34786

ARTICLE VIII

INCORPORATOR

The name and street address of the person signing these articles of incorporation as incorporator is:

Brian D. Harvel
Alston & Bird LLP
1201 West Peachtree Street
Atlanta, Georgia 30309-3424

ARTICLE IX

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE X

INDEMNIFICATION

The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees and agents.

ARTICLE XI

AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

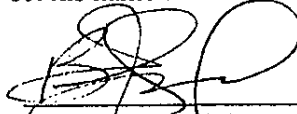
ARTICLE XII

HEADINGS AND CAPTIONS

The headings or captions of these various articles of incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles of incorporation shall not be influenced by any of said headings or captions.

[Signature on following page]

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of incorporation declaring and certifying that the facts stated herein are true, and does hereby subscribe thereto and hereunto set his name this 21st day of August, 2013.



Brian D. Harvel, Incorporator

FILED
STATE
SECRETARY OF CORPORATIONS
13 AUG 22 AM 8:41

**CERTIFICATE DESIGNATING PLACE OF BUSINESS 13 AUG 22 AM 8:41
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0505, Florida Statutes, the following is submitted:

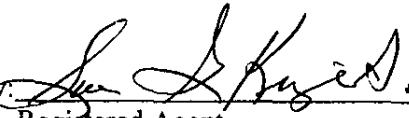
Ficus Investments, Inc. (the "Company") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida, with its principal place of business at 9350 Conroy Windermere Road, Windermere, Florida 34786, has named and designated CORPORATION SERVICE COMPANY, with its registered office located at 1201 Hays Street, Tallahassee, Florida 32301, as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named as Registered Agent for **Ficus Investments, Inc.** (the "Company") at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity; and the undersigned is familiar with and accepts the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Company; and the undersigned further agrees to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of the undersigned's duties as Registered Agent.

Dated as of this 21 day of August, 2013.

CORPORATION SERVICE COMPANY

By:  **Sue G. Knight**
Assistant Vice President
Registered Agent