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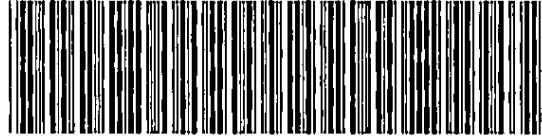
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CLERK OF COURT

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: Baseload Group, Inc.

Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Whitney C. Harper

Contact Person

ADVOS legal pllc

Firm/Company

5000 Sawgrass Village Circle, Suite 7

Address

Ponte Vedra Beach, FL 32082

City, State and Zip Code

support@advoslegal.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Whitney Harper

at (904) 567-5311

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees ☐ \$113.75 Filing Fees and Certificate of Status ☐ \$113.75 Filing Fees and Certified Copy ☐ \$122.50 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:

New Filings Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filings Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

216000025708

**ARTICLES OF CONVERSION
OF
BASELOAD GROUP, LLC
INTO A FLORIDA PROFIT CORPORATION**

In accordance with the provisions of the Florida Business Corporation Act, Florida Statute § 607.1115, and the Florida Revised Limited Liability Company Act, Florida Statute § 605.1045 (the "Act") these Articles of Conversion are submitted to convert Baseload Group, LLC, a Florida limited liability company (the "**Company**") into a Florida profit corporation.

ARTICLE I: PRE-CONVERSION NAME AND TYPE OF ENTITY

Immediately prior to the filing of these Articles of Conversion the Company was named Baseload Group, LLC, and was a Florida limited liability company. The Company was first organized under the laws of Florida on February 1, 2016.

The Company is considered an "Other Business Entity" for the purposes of conversion under the Act.


ARTICLE II: POST CONVERSION NAME AND TYPE OF ENTITY

Immediately following the filing of these Articles of Conversion the Company's name will be Baseload Group, Inc., and it will be a Florida profit corporation, as set forth in the attached Articles of Incorporation.

ARTICLE III: APPROVAL OF PLAN OF CONVERSION

The plan of conversion has been approved in accordance with all applicable statutes and the Company's governing documents, and is effective as of **February 5, 2019**

Signed this January 11, 2019.


Whitney C. Harper, Esq.
Incorporator and Authorized Representative

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JACKSONVILLE, FLORIDA

**ARTICLES OF INCORPORATION
OF
BASELOAD GROUP, INC.**

The undersigned, acting as incorporator of Baseload Group, Inc., under the Florida Business Corporation Act, Florida Statutes Chapter 607, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is: Baseload Group, Inc. (the "**Corporation**").

ARTICLE II: PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Corporation in the State of Florida is: 3948 3rd Street South #381, Jacksonville Beach, Florida 32250-5847.

ARTICLE III: PURPOSE

The Corporation is organized to engage any lawful business permitted under the laws of the State of Florida.

ARTICLE IV: DURATION AND EXISTENCE; EFFECTIVE DATE

The Corporation was first formed as Baseload Group, LLC, a Florida limited liability company, on February 1, 2016, and is converted to Baseload Group, Inc., a Florida corporation, as of January 11, 2019. The Corporation will exist perpetually. These Articles are effective as of **February 5th** 2019.

ARTICLE V: AUTHORIZED SHARES

The maximum number of shares the Corporation is authorized to issue is 1,500,000 shares of common stock with a par value of \$0.01 per share. The Corporation is authorized to issue shares in the following classes of common stock:

"**Class A Common Stock**" means the non-voting Class A Common Stock of the Corporation and any securities issued in respect thereof, or in substitution therefor, in connection with any stock split, dividend or combination, or any reclassification, recapitalization, merger, consolidation, exchange or similar reorganization, the holders of which have made an investment in the Corporation in exchange for the stock. The holders of Class A Common Stock are entitled to receive the net assets of the Corporation upon dissolution and are entitled to dividends as set forth in the Bylaws. Class A Common Stock has no voting rights, except to the extent that such rights must be granted by law, and has no preferences, limitations, or other relative rights unless set forth in the Bylaws, Shareholders' Agreement or as required by law. The Corporation is authorized to issue 196,078 shares of Class A Common Stock.

"**Class B Common Stock**" means the Class B Common Stock of the Corporation and any securities issued in respect thereof, or in substitution therefor, in connection with any stock split, dividend or combination, or any reclassification, recapitalization, merger, consolidation, exchange or similar reorganization, the holders of which are founders of the Corporation. Class B Common Stock has unlimited voting rights, and the holders of Class B Common Stock are entitled to receive the net assets of the Corporation upon dissolution. Holders of Class B Common Stock are also entitled to dividends as set forth in the Bylaws. Other preferences, limitations and relative rights of the class are as described in the Shareholders' Agreement, Bylaws, or as required by law. The Corporation is authorized to issue 1,000,000 shares of Class B Common Stock.

"**Class C Common Stock**" means the Class C Common Stock of the Corporation and any securities issued in respect thereof, or in substitution therefor, in connection with any stock split, dividend or combination, or any reclassification, recapitalization, merger, consolidation, exchange or similar reorganization a class of stock, the holders of which: (a) are service providers who are

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not founders of the Corporation; (b) have not made investments in the Corporation in exchange for such stock, and (c) have been issued such stock after exercising a stock option, which option was awarded in exchange for services provided to the Corporation. The holders of Class C Common Stock are entitled to receive the net assets of the Corporation upon dissolution and are entitled to receive dividends as set forth in the Bylaws. Class C Common Stock has no voting rights, except to the extent that such rights must be granted by law, and has no preferences, limitations, or other relative rights unless set forth in the Bylaws, Shareholders' Agreement or as required by law. The Corporation is authorized to issue 111,111 shares of Class C Common Stock.

The Corporation reserves any undesignated shares for future designation and issuance.

ARTICLE VI: REGISTERED AGENT & OFFICE

The name and address of the Corporation's registered agent is:

NAME	ADDRESS
ADVOS legal pllc	5000 Sawgrass Circle, Suite 7 Ponte Vedra Beach, Florida 32082

The Corporation may designate another registered agent at any time.

ARTICLE VII: BOARD OF DIRECTORS

The name and address of each director of the Corporation's Board of Directors is:

NAME	ADDRESS
Brian Rich	3948 3 rd Street South, #381, Jacksonville Beach, Florida 32250-5847
Ranjit Singh	3948 3 rd Street South, #381, Jacksonville Beach, Florida 32250-5847
John C. Stradley, Jr.	3948 3 rd Street South, #381, Jacksonville Beach, Florida 32250-5847

The number of directors may be increased or decreased from time to time, as provided in the Corporation's bylaws, but shall never be less than one (1).

ARTICLE VIII: OFFICERS

The name and title of each officer of the Corporation is:

NAME	TITLE
Brian Rich	Chairman
John C. Stradley, Jr.	Co-Founder

Travis Schweizer	CEO
Ranjit Singh	CFO
Jason Knox	Secretary

ARTICLE IX: INCORPORATOR

The name and street address of the Incorporator of these Articles of Incorporation is:

NAME	ADDRESS
ADVOS legal pllc	5000 Sawgrass Village Circle, Suite 7 Ponte Vedra Beach, FL 32082

ARTICLE X: PREEMPTIVE RIGHTS

The Corporation may grant to certain shareholders preemptive rights as set forth in a Shareholders' Agreement or the Corporation's bylaws, each as may be amended from time to time.

ARTICLE XI: BYLAWS AMENDMENT

Only the Corporation's Class B Shareholders may amend the Corporation's Bylaws. The Board of Directors may not amend the Bylaws.

ARTICLE XII: QUORUM

A Quorum shall consist of more than fifty percent (50%) of shares of the Corporation's issued and outstanding Class B Common Stock in the aggregate.

ARTICLE XIII: INDEMNIFICATION

The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in capacity of such person as a director or officer.

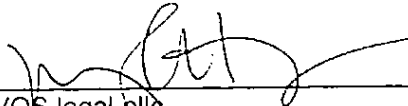
The undersigned Incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on January 11, 2019.



 ADVOS legal pllc
 Whitney C. Harper, Chief Executive Officer

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, to comply with the provisions of the Florida Business Corporations Act, Florida Statutes Chapter 607, and hereby acknowledges that it is familiar with, and accepts the obligations of such position.


ADVO legal PLLC
Whitney C. Harper, Chief Executive Officer

Date: January 11, 2019

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TALLAHASSEE, FLORIDA