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To: Florida Division of Corporations

From: LESLIE SELLERS C/O Capitol Services, Inc.

Date: 6/24/2022

Trans#: 1307812

Entity Name: JEL-PROPERTIES, L.L.C. (FL)-CONVERTING-INTO JEL PROPERTIES,

INC. (FL)

Articles of Incorporation ()

Articles of Dissolution ()

Conversion (XXX)

Foreign Qualification ()

Limited Partnership ()

Reinstatement ()

Other ()

STATE FEES PREPAID WITH CHECK #2830 FOR \$113.75

PLEASE RETURN:

Certified Copy (XXX) Plain Photocopy ()

Good Standing () Certificate of Fact ()

FILED

ARTICLES OF CONVERSION 2022 JUN 24 PM 12: 43

SECRE AND STATE
TALLAHASSEE, TE

JEL PROPERTIES, L.L.C. a Florida limited liability company

OF

INTO

JEL PROPERTIES, INC. a Florida corporation

These Articles of Conversion and attached Articles of Incorporation are submitted to convert the following Florida Limited Liability Company into a Florida Corporation in accordance with Section 607.11933 of the Florida Business Corporation Act and Section 607.0202 of the Florida Statues.

- The name of the converting entity immediately prior to the filing of these Articles of Conversion is JEL Properties, L.L.C.
- The converting entity is a limited liability company first organized under the laws 2. of the State of Florida on May 24, 2002, and was assigned Document Number L02000012794.
- The name of the converted entity as set forth in the attached Articles of Incorporation is JEL Properties, Inc., and shall be a corporation organized and formed under the laws of the State of Florida.
- The conversion of the Converting Entity into the Resulting Entity in accordance with the Plan of Conversion is to become effective as of the date and time of filing of these Articles of Conversion.
- The plan of conversion has been approved in accordance with the Florida Business Corporation Act, the Florida Revised Limited Liability Company Act and all other applicable statutes.

(SIGNATURES ON FOLLOWING PAGE)

	c (2.4.12.02.2	
Signed on	6/24/2022	, 2022.
Signed on		, 2024.

CONVERTING ENTITY

JEL PROPERTIES, L.L.C. a Florida limited liability company

By:

GLYNDA E. RUSSELL, Manager

CONVERTED ENTITY

JEL PROPERTIES, INC.

a Florida corporation

Bynda Russell

GLYNDA E, RUSSELL, President

EXHIBIT A ARTICLES OF INCORPORATION

See attached.

FILED

2022 JUN 24 PM 12: 43

SEULL AND SES INTE

ARTICLES OF INCORPORATION OF JEL PROPERTIES, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, with the intent and for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I NAME, PRINCIPAL OFFICE & MAILING ADDRESS

The name of this Corporation shall be: JEL PROPERTIES, INC. The initial principal business office and initial mailing address of this Corporation shall be: 18816 S. Golden Hawk Trail, Jupiter, FL 33458.

ARTICLE II CORPORATE ACTIVITIES, PURPOSE & POWERS

This Corporation may engage in any activity or business permitted under the laws of the State of Florida. This Corporation shall have such authority and powers as may be necessary, proper, required, appropriate, incidental, advisable and/or convenient to perform and carry-out its activities and business and to accomplish its purpose.

ARTICLE III CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such capital stock for this Corporation are as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE PER SHARE	CLASS OF STOCK
100	\$0.01	Voting Common

The consideration for all of said capital stock shall be payable in cash, property (real or personal, tangible or intangible) in lieu of cash, or labor and services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV PERPETUAL EXISTENCE

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation, and shall exist in perpetually thereafter, unless sooner dissolved according to its Bylaws and/or applicable law.

ARTICLE V REGISTERED OFFICE & REGISTERED AGENT

The initial registered office of this Corporation is: 18816 S. Golden Hawk Trail, Jupiter, FL 33458. The initial registered agent at that address is Glynda E. Russell.

ARTICLE VI INITIAL DIRECTORS

The Corporation shall, initially, have two (2) directors. The name and address of the directors of the Corporation, who shall hold office for the first year or until their successors are duly appointed, selected, elected and qualified, shall be:

Glynda E. Russell 18816 S. Golden Hawk Trail

Jupiter, FL 33458

Edward Dabrea 18816 S. Golden Hawk Trail

Jupiter, FL 33458

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is: Glynda E. Russell, 18816 S. Golden Hawk Trail, Jupiter, FL 33458

ARTICLE VIII CONFLICTS WAIVED

No contract, agreement, transaction or arrangement between this Corporation and any other person, and no act or decision of this Corporation, shall in any way be affected, nullified, limited or invalidated by the fact that any of the shareholders, directors or officers of this Corporation are pecuniarily or otherwise interested in, or are owners, directors or officers of, such other person. Any shareholder, director or officer individually, or any entity of which any shareholder, director or officer may be an owner, director or officer, may be a party to, or may be pecuniarily or otherwise interested in, any contract, agreement, transaction or arrangement of this Corporation.

ARTICLE IX LIMITED LIABILITY OF SHAREHOLDERS

The private property of the shareholders of this Corporation shall not be subject to payment of the corporate debts, liabilities or obligations to any extent or for any reason.

ARTICLE X INDEMNIFICATION; INSURANCE

This Corporation may indemnify, defend and insure its shareholders, directors and officers to the fullest extent permitted by applicable law.

ARTICLE XI WAIVER OF CERTAIN STATUTORY PROVISIONS

This Corporation expressly elects not to be governed by either Section 607.0901 or Section 607.0902 of the Florida Business Corporation Act, as each may be amended, supplemented, restated or modified from time to time, which sections relate to affiliated transactions and control-share acquisitions.

ARTICLE XII DIRECTOR & OFFICER IMMUNITY

To the maximum extent permitted by the Florida Business Corporation Act and/or other applicable law, or any subsequent provision of like tenor and import, the directors and officers of this Corporation shall not have personal liability to this Corporation or its shareholders for monetary damages for breach of fiduciary duty while serving as a director or officer of this Corporation. This provision shall limit and eliminate the liability of a director or officer of this Corporation to the maximum extent permitted, from time to time, by the Florida Business Corporation Act and/or other applicable law. Any repeal or modification of the foregoing protection (being permitted and provided by the shareholders of this Corporation) shall not adversely affect any right or protection of any director or officer of this Corporation existing at the time of such repeal or modification.

GLYNDA E. RUSSELL, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the laws of the State of Florida, the following is submitted:

First - That, the name of this Corporation is "JEL PROPERTIES, INC."

Second - That, this Corporation desiring to organize under the laws of the State of Florida, has designated 515 E. Park Avenue, Floor 2, Tallahassee, Fl. 32301, as the initial registered address and place of business for the service of process within this state.

Third - That, this Corporation has appointed Capitol Corporate Services, Inc., as its initial registered agent for the service of process within this state.

Having been named the statutory agent of the above Corporation at the place designated in this Certificate, I hereby accept the same and agree to act in this capacity as registered agent, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated as of this JUNE 24 , 2022.

Toylor Sury

Taylor Seay, Asst. Secretary on behalfrof CAPITOL CORPORATE SERVICES, TNC

Registered Agent

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