20150624000212710 1/6 \$58.00 20150624000212710 1/6 \$58.00 Shelby Cnty Judge of Probate; AL 06/24/2015 03:26:38 PM FILED/CERT

## STATEMENT OF CONVERSION OF MITCHELL INVESTMENT COMPANY, LLC

Mitchell Investment Company, LLC, an Alabama limited liability company (the "Company"), for the purposes of converting the Company to a Florida limited liability company pursuant to the provisions of Sections 10A-1-8.01 and 10A-1-8.04 of the Alabama Business and Nonprofit Entity Code (the "Alabama Act"), hereby executes the following Statement of Conversion:

- 1. The name of the Company is Mitchell Investment Company, LLC, an Alabama limited liability company. The Company's Alabama ID Number is 695 228.
- 2. Articles of Organization of the Company were filed with the Judge of Probate of Shelby County, Alabama on December 12, 2003, establishing the Company under and pursuant to the Alabama Act.
- 3. The Company has been converted to a Florida limited liability company pursuant to Sections 10A-1-8.01 and 10A-1-8.04 of the Alabama Act and Section 605.1045 of the Florida Limited Liability Company Act (the "FLLCA").
- 4. The name of the business entity to which the Company has been converted is "Mitchell Investment Company, LLC" and its Articles of Organization and Articles of Conversion are filed in the office of the Florida Secretary of State.
- 5. The conversion of the Company has been duly approved in accordance with the provisions of the Alabama Act and the FLLCA.

IN WITNESS WHEREOF, the undersigned, being duly authorized to sign on behalf of the Company, has executed this instrument on the 315 day of March, 2015.

Sec. Of State
Entity Change
695-228
Date 4/28/2015
Time 17:00
17:00
150505 \$100.00
File \$100.00
Exp \$100.00

03197691.1

MITCHELL INVESTMENT COMPANY, LLC

By: Mame: Guy K. Mitchell, Jr.
Title: Managing Member

. .

Name: Katharine I. Mitchell

Title: Member

Secretary of State
State of Alabama

I hereby certify that this is a true and complete

copy of the document filed in this office on DATE: 4/28/6

Secretary of State (MM)



06/24/2015 03:26:38 PM FILED/CERT



Gepartment at Biase

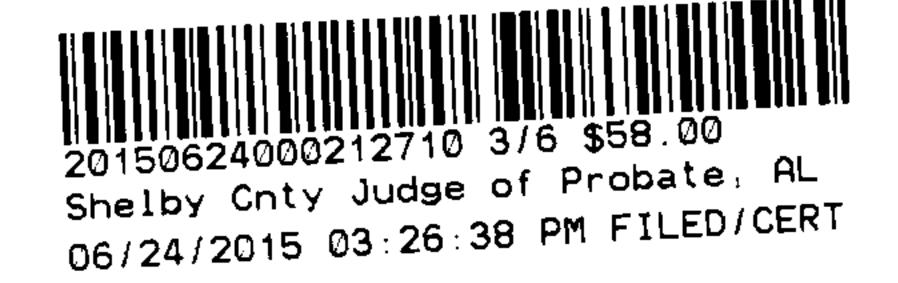
I certify the attached is a true and correct copy of the Articles of Conversion, and Articles of Organization, filed on April 9, 2015, with an organizational date deemed effective December 12, 2003, for MITCHELL INVESTMENT COMPANY, LLC, the resulting Florida Limited-Liability Company, as shown by the records of this office:

The document number of this entity is L15000062817

Given under my hand and the Great Séal of the State of Florida t-Tallahassee, the Capital, this the Tenth day of April, 2015

CR2EO22 (1-11)

Ren Petzner Secretary of State



## Articles of Conversion For "Other Business Entity" Into Plorida Limited Liability Company

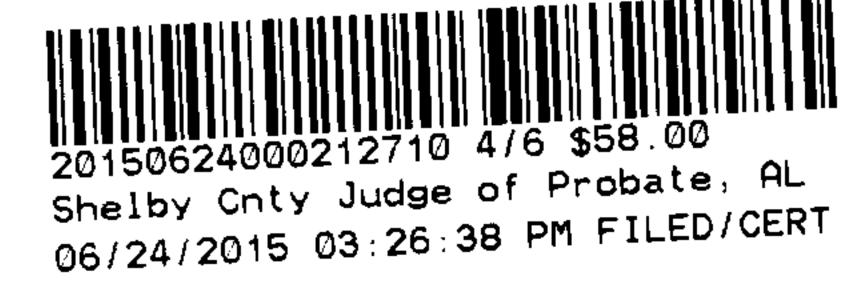
The Articles of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.605.1045, Florida Statutes.

IVII	chell investment Company, LLC (Enter Name of Other Business Entity)			
2.	The "Other Business Entity" is a Alabama limited liability company			
	(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)			
∽.	st organized, formed or incorporated under the laws of State of Alabama (Enter state, or if a non-U.S. entity, the name of the country)			
on	December 12 2003			
ווט	(date of organization, formation or incorporation)			
3.	The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:			
Μ	Itchell Investment Company, LLC			
	(Enter Name of Florida Limited Liability Company)			
di di	If not effective on the date of filing, enter the effective date:  The effective date: 1) cannot be prior to date of receipt or filed date nor more than 90 days after the stee this document is filed by the Florida Department of State; AND 2) must be the same as the effective ate listed in the attached Articles of Organization, if an effective date is listed therein.)			
_	The plan of conversion has been approved in accordance with all applicable statutes.			

Page 1 of 2

SECRETARY OF STATE

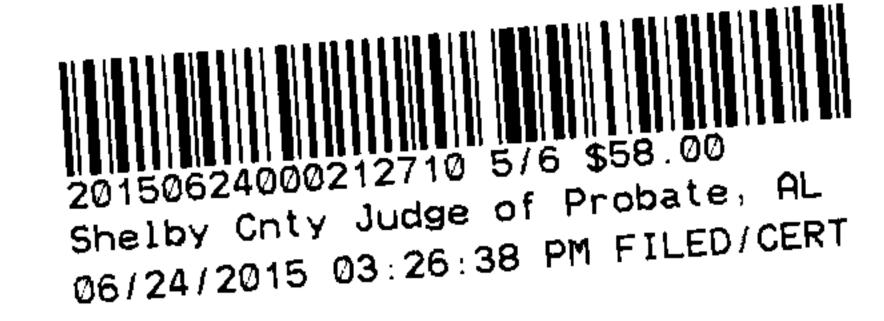
5



- St - Alamak	2015 Shelby City 30 06/24/2015 03:
Signed this day of March	ZU_13
Signature of Authorized Representative of Limite	d Liability Company:
J H	Title: Managing Member
Signature of Authorized Representative:	Wanaging Member
Printed Name: Guy K. Mitchell, Jr.	Title: Maniadula monto
Signature(s) on behalf, of Other Business Entity: [S	See below for required signature(s).
Signature & June 11 June	.A
Signature:	Title: Managing Member
Printed Name: Guy K. Mitchell, Jr.	
Signature: Katharine I. Mitchell	that!
Printed Name: Katharine I. Mitchell	Title: Member
Signature:	Title:
Printed Name:	
Signature:	
Printed Name:	Title:
Signature:	Title:
Printed Name:	
Signature:	
Printed Name:	Title:
Ye Telanda Managantian	
If Florida Corporation: Signature of Chairman, Vice Chairman, Director, or	Officer.
If Directors or Officers have not been selected, an In	corporator must sign.
If Florida General Partnership or Limited Liabili	ry Parinersuip;
Signature of one General Partner.	
If Florida Limited Partuership or Limited Liabili	ty Limited Partnership:
Signatures of ALL General Partners.	
All offices:	
Signature of an authorized person.	
Fccs:	,
	ቀኅሩ ባለ
Articles of Conversion:	\$25.00 \$135.00
Fees for Florida Articles of Organization:	\$125,00 \$20,00 (Optional)
Certified Copy:	\$30.00 (Optional) \$5,00 (Optional)
Certificate of Status:	22,00 (Ohtionar)

Page 2 of 2

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## ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

RTICLE I - Name The name of the Lim	: ited Liability Compa	ny is:	
Mitchell Investmen (Must	t Company, LLC end with the words "Limited	d Liability Company, "L.L.C.," or "LLC.")	
ARTICLE II - Add The mailing address	ress; and street address of	the principal office of the Limite	d Liability Company
Principal Office Ad	dress:	Mailing Address:	
401 Sabal Palm La Vero Beach, FL 32	ane	401 Sabal Paim Lane Vero Beach, FL 32963	<u>}</u>
ARTICLE III - Reg (The Limited Liability Con- business entity with an ac-	ndaur Cauroi zelac as his ov	istered Office, & Registered Ag	ent's Signature: individual or another
		of the registered agent are:	
	Guy K. Mitchell, Jr.	Name	
	401 Sabal Palm La Florida street addre	ess (P.O. Box <u>NOT</u> acceptable)	
	Vero Beach	FL32963	

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment 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, F.S..

Zip

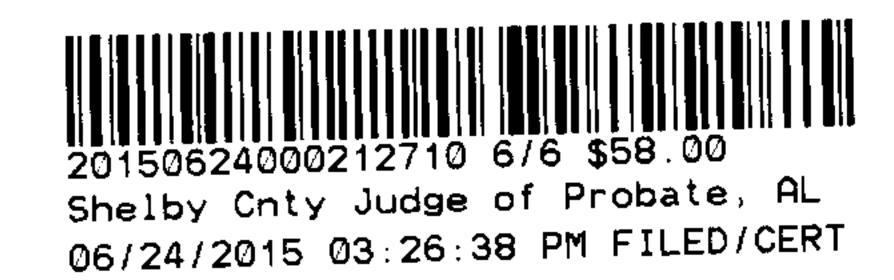
(CONTINUED)

City

Page 1 of 2

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is:



ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

"AMBR" = Authorized Member		
"MGR" = Manager		
AMBR	Guy K. Mitchell, Jr.	
1 MAIOI /	401 Sabal Palm Lane	
	Vero Beach, FL 32963	
•		
	<del></del>	
	•	
<del></del>		
	**************************************	
an effective date is listed, the date mu	the date of filing: (OPTIONAL) st be specific and cannot be more than five business days pri	
TICLE V: Effective date, if other than t		

Guy K. Mitchell, Jr.

constitutes a third degree felony as provided for in s.817.155, F.S.)

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

Page 2 of 2

2818 APR -9 AM 9: 56
SECRETARY OF STATE
TALLAHASSEE FLORID