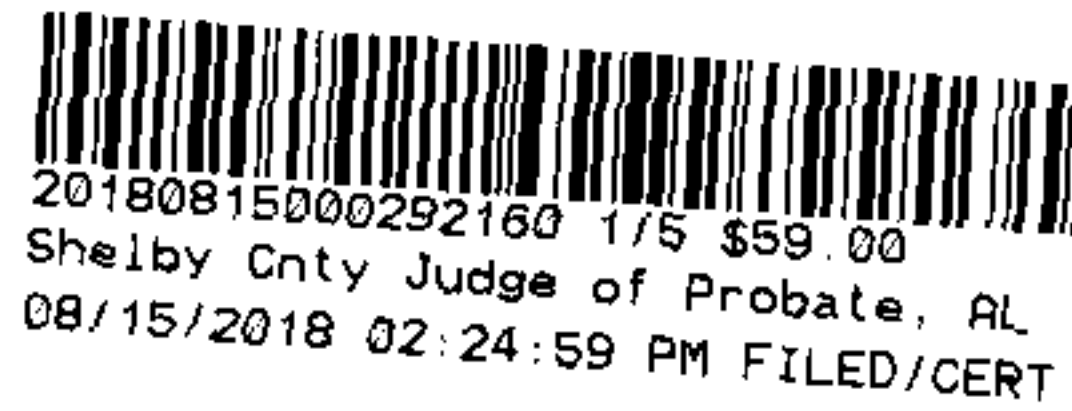


This instrument prepared by:
Jason P. Tortorici
Schilleci & Tortorici, P.C.
2821 2nd Avenue South, Suite E
Birmingham, Alabama 35233



Alabama					
Sec. Of State					
Entity Change	D/C				
227-493					
Date	8/08/2018				
Time	15:06				
180808	4 Pg				
File	\$25.00				
Ackn	\$0.00				
Exp	\$0.00				
Total	\$25.00				
09/006					

STATEMENT OF CONVERSION OF ATMOSPHERE HOME ESSENTIALS, INC.

The undersigned, for the purpose of converting an Alabama Corporation to a Limited Liability Company under Title 10A-1-8.01, Code of Alabama (1975), as amended (the "Alabama Business Corporation Law"), hereby files the following Statement of Conversion with the Secretary of State for the State of Alabama and hereby affirms the facts stated herein are true and correct:

ARTICLE I

The name of the converting entity as recorded in the Secretary of State of Alabama is **Atmosphere Home Essentials, Inc.** and the entity ID is 227-493. The Certificate of Formation for this entity was filed on February 6, 2003 in the Probate Court of Shelby County, Alabama. This Statement of Conversion shall likewise be filed in the Probate Court of Shelby County, Alabama after recording with the Secretary of State of Alabama.

ARTICLE II

The name of the converted entity resulting from this conversion is **BARRI THOMPSON INTERIORS, LLC**, (the "Company"), an Alabama Limited Liability Company.

ARTICLE III

The shareholders of the converting entity approved the conversion pursuant to Ala. Code § 10A-1-8.01 effective August 1, 2018.

ARTICLE IV

The location of the registered office of the Company after conversion shall be 5665 10th Avenue South, Birmingham, Alabama 35222 and the name of the Company's registered agent shall be Barri Thompson.

ARTICLE V

The Company has at least one member.

ARTICLE VI

The term of the Company shall be perpetual from the date of the filing of this Statement of Conversion with the Secretary of State of Alabama and with the Probate Office of Shelby County, Alabama, unless the Company is dissolved in accordance with the limited liability company agreement of the Company or the Alabama Limited Liability Company Law.

ARTICLE VII

The purpose or purposes for which the Company has been organized are to do all things that a limited liability company organized and existing by virtue of the laws of the State of Alabama may lawfully do. In this respect, the Company shall have all the powers that a limited liability company may have as provided in the Alabama Limited Liability Company Law.

ARTICLE VIII

The Company may have one or more series of assets subject to the limitation provided in Ala. Code § 10A-5A-11.02(a).

ARTICLE IX

The members of the Company shall have the right to admit additional members to the Company upon the unanimous written consent of the then existing members of the Company, unless otherwise provided for in the provisions of the Limited Liability Company Agreement.

ARTICLE X

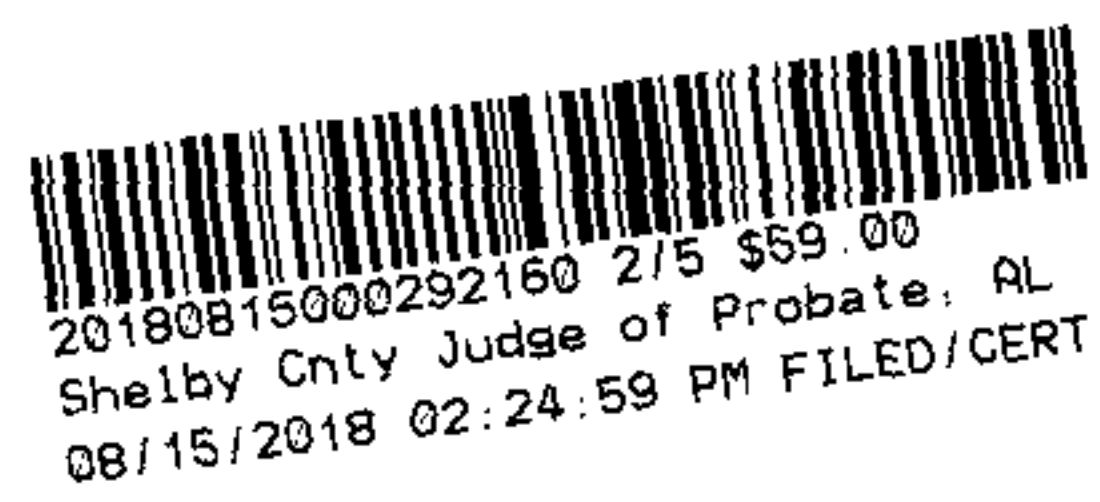
Upon the cessation of membership of a member in the Company, if there are no remaining members, the Company shall be dissolved and the affairs of the Company shall be wound up unless the holders of all the financial rights in the Company agree in writing, within 90 days after the cessation of membership of said last member, to continue the legal existence and business of the Company and to appoint one or more new members, and the legal existence and business of the Company is continued and one or more new members are appointed in the manner stated in the Limited Liability Company Agreement or this Certificate of Formation.

ARTICLE XI

The Company is to be managed by its members.

ARTICLE XII

The members of the Company shall have no liability for any debt, obligation or liability of the Company, as provided in the Alabama Limited Liability Company Law.



ARTICLE XIII

The regulation of the internal affairs of the Company shall be conducted in accordance with the provisions of the Company's Limited Liability Company Agreement, as the same may be amended from time to time. If no valid Limited Liability Company Agreement exists at any time, the internal affairs of the Company shall be conducted in accordance with the Alabama Limited Liability Company Law.


IN WITNESS WHEREOF, the undersigned has executed this Statement of Conversion on behalf of the Corporation on this the 2nd day of August, 2018.



Barri Thompson - Member

STATE OF ALABAMA)
Jefferson COUNTY)

I, the undersigned Notary Public in and for said County in said State, hereby certify that Barri Thompson, whose name is signed to the foregoing Statement of Conversion, and who is known to me, acknowledged before me on this day that, being informed of the contents therein, she executed the same voluntarily on the day the same bears date.

Given under my hand this 2nd day of August, 2018.


Notary Public
My Commission Expires: 1/31/21


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Shelby Cnty Judge of Probate, AL
08/15/2018 02:24:59 PM FILED/CERT

John H. Merrill
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

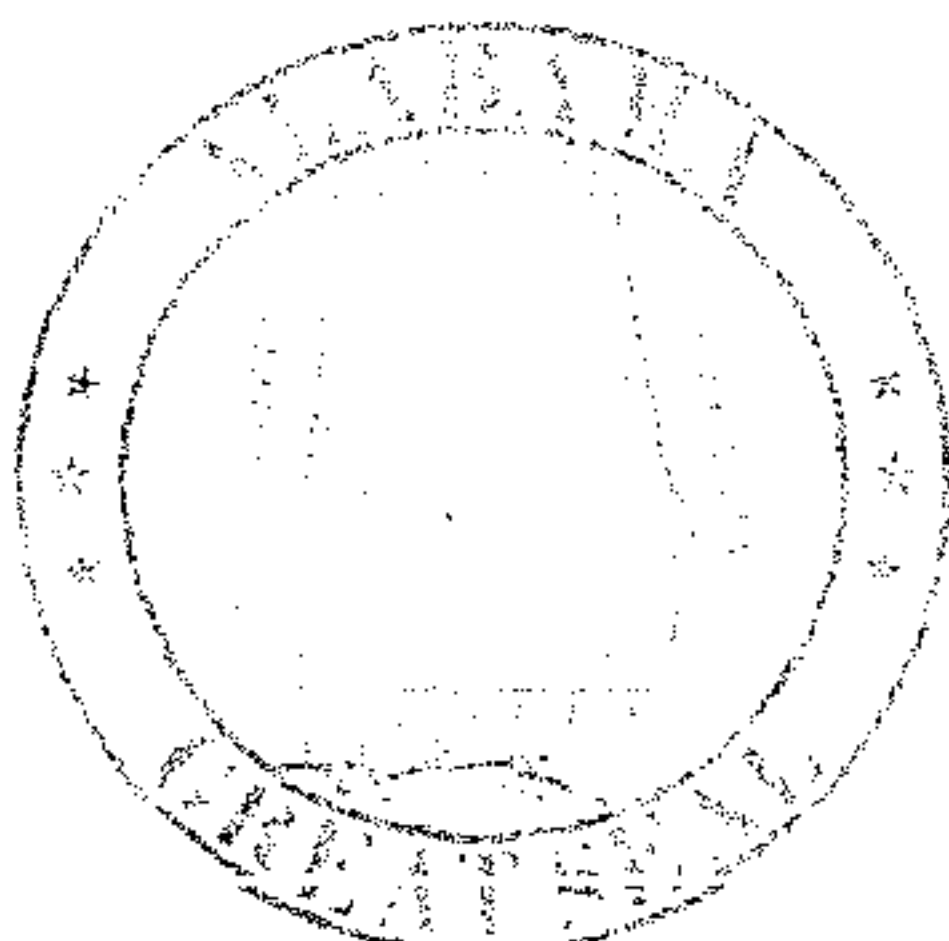
**I, John H. Merrill, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

Barri Thompson Interiors, LLC

This name reservation is for the exclusive use of Barri Thompson, 253 Highland
Park Drive, Birmingham, AL 35242 for a period of one year beginning August 02,
2018 and expiring August 02, 2019

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Shelby Cnty Judge of Probate, AL
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RES806836

**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

August 02, 2018

Date

J. H. Merrill

John H. Merrill

Secretary of State

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

August 8, 2018
DATE *August 8, 2018*

J. H. Merrill
Secretary of State



20180815000292160 5/5 \$59.00
Shelby Cnty Judge of Probate, AL
08/15/2018 02:24:59 PM FILED/CERT