20190214000047650 1/5 $59.00
Shelby Cnty Judge of Probate, AL
02/14/2019 11:06:50 AM FILED/CERT

Alabama
Sec. Of State
Entity Change DPL
522-422
Date 2/11/2019
Time 14:23
190211 4 Pg
File $100.00
Ackn $.00
Exp $100.00
Total $200.00
02/0050

(For SOS Office Use Only)

STATE OF ALABAMA

CONVERSION OF A DOMESTIC ENTITY
Limited Liability Company to Corporation

PURPOSE: In order to change the entity type of a domestic entity (any entity formed in Alabama), the entity must deliver the documentation in this form pursuant to Section 10A, Chapter 1, Article 8, Code of Alabama 1975.

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of the completed Conversion package, the filing fee of $25.00 (credit card, check, or money order) to the **Secretary of State, Business Services, P.O. Box 5616, Montgomery, Alabama, 36103-5616**, and a check or money order made out to the Judge of Probate in the county where the entity's formation documents were recorded (contact the Office of the Judge of Probate for the fees). The Secretary of State will file and transmit the copies to the Judge of Probate in accordance with 10A-1-4.02(g). The Conversion will not be registered if the credit card does not authorize and will be removed from the index if the check is dishonored. If you desire a stamped copy returned to you, supply a third copy and a pre-addressed postage paid return envelope.

This form must be typed.
Faxed and emailed transmissions will not be acknowledged, processed, or returned.

1. **Information on the converting entity (entity will cease to exist at conversion/termination by conversion):**

Alabama entity id number of converting entity: 522-422 (Format 000-000) *

***INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

The name of the converting entity as recorded with the Secretary of State of Alabama:

BIRMINGHAM BRACES LLC

County Probate Office in Alabama where the formation documents/articles of this domestic entity were recorded and where the conversion document will be forwarded for recording: SHELBY

This Document was prepared by:

(For County Probate Court Office Use Only)

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CONVERSION OF DOMESTIC ENTITY/LLC to Corporation

2. **Information on the converted (formed/created by this conversion) – this entity will continue to exist:**

   The name of the new domestic entity resulting from this conversion (A domestic name reservation certificate issued by the Alabama Secretary of State must be attached if the name is changing anything more than the entity identifier information – such as Inc., LLC, etc. – if only the identifier information is changing, no name reservation is required name):

   BIRMINGHAM BRACE INC.

3. The new converted/formed entity will be a domestic corporation.

4. Name of registered agent for service of process in Alabama:_

   JAMES P. BLOOM

5. Street (**No PO Boxes**) Address of initial registered office (**MUST** be physically located in Alabama):

   2224 CAHABA VALLEY DR., BIRMINGHAM, AL 35242

   Mailing Address in Alabama (if different)_____

6. Purpose for which corporation is formed: DENTIST PRACTICE

   _____; the purpose includes the transaction of any lawful business for which corporations may be incorporated in Alabama under Title 10A, Chapter 2 of the Code of Alabama.

7. Number of Shares the corporation is authorized to issue: 1000 Par Value 1
   (Par value is optional information and does not have to be completed.)

8. Period of duration shall be perpetual unless stated otherwise by an attached exhibit.

9. The name(s) of the Incorporator(s): JAMES P. BLOOM, JR.

   Street (**No PO Boxes**) address of Incorporator(s): 3505 MILL SPRINGS RD,

   BIRMINGHAM, AL 35223 Mailing address of Incorporator(s) – (if different from street address):_____

   Attach a listing if more Incorporators need to be added.

10. Director's Name: DR. CHARLES M. KING, D.M.D.

    Street (**No PO Boxes**) address of Director: 7852 HAPPY HOLLOW ROAD,

    TRUSSVILLE, AL 35173 Mailing address of Director(s) - (if different from street address):_____

CONVERSION OF DOMESTIC ENTITY/LLC to Corporation

Director's Name:_____

Street (**No PO Boxes**) address of Director:_____

_____Mailing address of Director(s) - (if different

from street address):_____

Director's Name: NONE

Street (**No PO Boxes**) address of Director:_____

_____Mailing address of Director(s) - (if different

from street address):_____

Attach listing if more Directors need to be added.

11. A director has no liability to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for (A) the amount of financial benefit received by a director to which he or she is not entitled; (B) an intentional infliction of harm on the corporation or the shareholders; (C) a violation of Section 10A-2-8.33; (D) an intentional violation of criminal law; or (E) a breach of the director's duty of loyalty to the corporation or its shareholders.

12. If the converted entity is one in which one or more owners lack limited liability protection, a statement that each owner of the converting entity who is to become a owner without limited liability protection of the resulting entity has consented in writing to the conversion as required by 10A-1-8.01 is attached.

13. The undersigned certify that the conversion was approved pursuant to *Code of Alabama 1975*, Title 10A, Chapter 1, Article 8 (specifically 10A-1-8.01) and that the information included in or attached to this conversion form are true and correct.

14. Signature requirements are in accordance with 10A-1-4.01 and 10A-1-8.01 of the *Code of Alabama 1975*.

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CONVERSION OF DOMESTIC ENTITY/LLC to Corporation

Signature Page – Use additional if necessary.

25 JAN 2019
Date

DR. CHARLES M. KING, D.M.D., MEMBER OF BIRMINGHAM BRACES LLC AND INITIAL DIRECTOR, PRESIDENT & SHAREHOLDER OF BIRMINGHAM BRACES INC.*

Typed Name **and** Title of Signature Below

Signature of Person Authorized to Sign

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1/25/19
Date

JAMES P. BLOOM, JR., INCORPORATOR & MEMBER OF BIRMINGHAM BRACES LLC AND SHAREHOLDER OF BIRMINGHAM BRACES INC.*

Typed Name **and** Title of Signature Below

Signature of Person Authorized to Sign

*** DR. CHARLES M. KING, D.M.D., and JAMES P. BLOOM are the sole members of the LLC and the sole shareholders of the converted domestic corporation.**

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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
February 11, 2019
DATE: February 11, 2019

Secretary of State