

STATE OF GEORGIA

Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF CONVERSION

I, Brian P. Kemp, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on 2/12/2016 converting

OTTOMATICS INC.

a Foreign Profit Corporation

to

OTTOMATICS, INC.

a Domestic Profit Corporation

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of
Atlanta and the State of Georgia on 03/10/2016



A handwritten signature in black ink, appearing to read 'B. P. Kemp'.

Brian P. Kemp
Secretary of State

**CERTIFICATE OF CONVERSION
OF
OTTOMATICS, INC.
(Florida Corporation to Georgia Corporation)**

Pursuant to Section 14-2-1109.2 of the Georgia Business Corporation Code, OTTOMATICS, INC., a limited liability company organized and existing in the State of Florida, hereby submits the following Certificate of Conversion:

1.

The name of the corporation is OTTOMATICS, INC. (the "Corporation"). The Corporation is organized under the laws of the State of Florida. The effective date of formation is March 15, 1989.

2.

The Corporation elects to become a Georgia corporation to be known as OTTOMATICS, INC.

3.

The effective date and time of conversion shall be February 15, 2016.

4.

The conversion has been approved unanimously by the Shareholders and Directors of the Corporation.

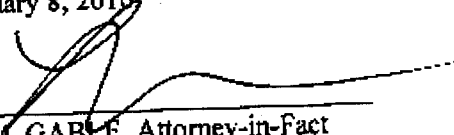
5.

Filed with this Certificate of Conversion are Articles of Incorporation in the form required by Section 14-2-202 of the Georgia Business Corporation Act, setting forth the name of the Corporation that satisfies the requirements of Section 14-2-401 of the Georgia Business Corporation, and shall be the Articles of Incorporation of the Corporation unless and until modified in accordance with the Georgia Business Corporation Act.

6.

The shares owned by the Shareholders of the Corporation after this conversion shall be the same as the shares owned by the Shareholders of the Corporation prior to conversion.

IN WITNESS WHEREOF, the undersigned attorney-in-fact executes the within Certificate of Conversion on behalf of the Corporation this February 8, 2016.



LISA M. GABLE, Attorney-in-Fact

Lisa M. Gable
Robertson & Gable, LLC
5875 Peachtree Industrial Blvd., Suite 170
Norcross, GA 30092
(770) 736-5182
info@rglegal.com

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CORPORATIONS DIVISION

**ARTICLES OF INCORPORATION
OF
OTTOMATICS, INC.**

1.

The name of the corporation is:

OTTOMATICS, INC.

2.

The corporation shall have authority to issue not more than 7,500 shares of stock.

3.

The Corporation is a statutory close corporation pursuant to O.C.G.A. §14-2-901, et seq.

4.

The Corporation shall have a delayed effective date of February 15, 2016.

5.

The holders of the shares of the Corporation's stock shall have preemptive rights to acquire on pro-rata basis by law any unissued shares of its stock which the Corporation intends to issue subsequently, said pro-rata rights to be based upon the individual holder's existing percentage of ownership at the time of the proposed issuance.

6.

The initial registered office of the corporation shall be at 230 Brookfield Place, Roswell, Fulton County, Georgia 30075. The initial registered agent of the corporation at such address shall be JOHN W. OTTO.

7.

The mailing address of the initial principal office of the corporation is:

230 Brookfield Place
Roswell, GA 30075

8.

The name and the address of the incorporator is:

Lisa M. Gable
Robertson & Gable, LLC
5875 Peachtree Industrial Blvd., Suite 170
Norcross, GA 30092

9.

No director shall be liable to the corporation or its shareholders for monetary damages for any action taken, or failure to take any action, as a director, except liability:

- a. For any appropriation, in violation of his or her duties, of any business opportunity of the corporation;
- b. For acts or omissions which involve intentional misconduct or a knowing violation of law;
- c. For the types of liabilities set forth in O.C.G.A. § 14-2-832; or
- d. For any transaction from which the director received an improper personal benefit,

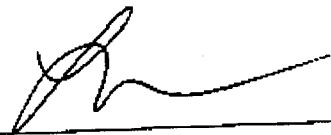
provided, however, that the within article shall not eliminate or limit the liability of a director for any act or omission occurring prior to the date hereof.

10.

In discharging the duties of their respective positions and in determining what is believed to be in the best interests of the corporation, the board of directors, committees of the board of directors, and individual directors, in addition to considering the effects of any action on the corporation or its shareholders, may consider the interests of the employees, customers, suppliers, and creditors of the corporation and its subsidiaries, the communities in which offices or other establishments of the corporation and its subsidiaries are located, and all other factors such

directors consider pertinent. It is provided, however, that the within article shall be deemed solely to grant discretionary authority to the directors and shall not be deemed to provide to any constituency any right to be considered.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation.



LISA M. GABLE, Incorporator

Lisa M. Gable
Robertson & Gable, LLC
5875 Peachtree Industrial Blvd., Suite 170
Norcross, GA 30092
(770) 736-5182

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SECRETARY OF STATE
CORPORATIONS DIVISION



Brian P. Kemp
Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION
2 Martin Luther King Jr. Dr. SE
Suite 313 West Tower
Atlanta, Georgia 30334
(404) 656-2817
sos.georgia.gov/corporations

**TRANSMITTAL INFORMATION
GEORGIA PROFIT OR NONPROFIT CORPORATIONS**

IMPORTANT

Remember to include your e-mail address when completing this transmittal form.

Providing your e-mail address allows us to notify you via e-mail when we receive your filing and when we take action on your filing. Please enter your e-mail address on the line below. Thank you.

E-Mail: melissa@rglegal.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. Corporate Name Reservation Number (if one has been obtained; if articles are being filed without prior reservation, leave this line blank)

OTTOMATICS, INC.

Corporate Name (List exactly as it appears in articles)

2. Lisa M. Gable, Attorney at Law
Name of person filing articles (Certificate will be mailed to this person at address below.)

(770) 736-5182
Telephone Number

5875 Peachtree Ind Blvd, Suite 170
Address

Address

Norcross
City

City

GA
State

State

30092
Zip Code

Zip Code

3. Mail the following items to the Secretary of State at the above address:

- 1) This transmittal form;
- 2) The Articles of Incorporation; and
- 3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are NON-refundable.

I certify that a Notice of Incorporation or Notice of Intent to Incorporate with a publication fee of \$40.00 has been or will be mailed or delivered to the official organ of the county where the initial registered office of the corporation is to be located. (List of legal organs is posted at web site; or, the Clerk of Superior Court can advise you of the official organ in a particular county.)

Signature of Authorized Person:

Date: 2/8/2016

Print Name: Lisa M. Gable, Attorney in Fact

Request certificates and obtain entity information via the Internet: sos.georgia.gov/corporations