

# 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, **Brad Raffensperger**, 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 **06/13/2019** converting

**JIMMY BRITT CHEVROLET-BUICK, INC.**

a Domestic Profit Corporation

to

**Jimmy Britt Chevrolet-Buick-GMC, LLC**

a Domestic Limited Liability Company

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 **07/10/2019**.



*Brad Raffensperger*

Brad Raffensperger  
Secretary of State

**CERTIFICATE OF CONVERSION OF  
JIMMY BRITT CHEVROLET-BUICK, INC.**

1. The name of the entity electing to convert is Jimmy Britt Chevrolet-Buick, Inc., a Georgia corporation (the "Corporation").
2. The Corporation hereby elects to become a limited liability company organized under the laws of the State of Georgia.
3. The effective date of the election is the date and time this Certificate of Conversion is filed.
4. The election has been approved as required by O.C.G.A. §14-11-212(a)(1).
5. Filed with this Certificate of Conversion are Articles of Organization that are in the form required by O.C.G.A. §14-11-204, which set forth Jimmy Britt Chevrolet-Buick-GMC, LLC as the name for the limited liability company. This name satisfies the requirements of O.C.G.A. §14-11-207. The Articles of Organization filed with this Certificate of Conversion shall be the Articles of Organization of the limited liability company formed pursuant to this Certificate of Conversion unless and until modified in accordance with O.C.G.A. §14-11-100, et seq.
6. The persons who will be members of the limited liability company formed pursuant to this Certificate of Conversion have entered into a written operating agreement (the "Operating Agreement"). The Operating Agreement will be effective immediately upon the effectiveness of the election made pursuant to this Certificate of Conversion.
7. The manner and basis of converting the shares of the Corporation into membership interests of the limited liability company are set forth in the Operating Agreement.

**[Signatures Appear on Following Page]**

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion  
this 13<sup>th</sup> day of ~~March~~<sub>June</sub>, 2019.

**CORPORATION:**

**JIMMY BRITT CHEVROLET-BUICK, INC.,** a  
Georgia corporation

By:



Jimmy M. Britt, its President

2019 JUL -8 PM 5: 01  
CORPORATIONS DIVISION

ARTICLES OF ORGANIZATION

JIMMY BRITT CHEVROLET-BUICK-GMC, LLC

I.

NAME. The name of the limited liability company is Jimmy Britt Chevrolet-Buick-GMC, LLC (the "Company").

II.

MANAGEMENT. The management of the Company is vested in one or more managers.

III.

INITIAL REGISTERED OFFICE; INITIAL REGISTERED AGENT. The initial registered office of the Company is located at 1001 Shoal Creek Court, Greensboro, Greene County, Georgia 30642. The initial registered agent at such address is Jimmy M. Britt.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 12<sup>th</sup> day of June, 2019.



Jimmy M. Britt, Organizer

2019 JUL -8 PM 5:01  
SOUTH CAROLINA  
CORPORATION DIVISION



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.ga.gov

2019 JUL -8 PM 5:00

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION

TRANSMITTAL INFORMATION FORM
GEORGIA LIMITED LIABILITY COMPANY

IMPORTANT: Please provide the entity's primary email address when completing this form.

Primary Email Address: jbritt1121@aol.com

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

1. LLC Name Reservation Number (If one has been obtained; if articles are being filed without prior reservation, leave this line blank.)
Jimmy Britt Chevrolet-Buick-GMC, LLC
LLC Name (List exactly as it appears in articles.)

2. Walter W. Hays, Jr. (Fortson, Bentley and Griffin, P.A.)
Name of Person Filing Articles of Organization (Certificate will be emailed to this person at address listed below.)
2500 Daniell's Bridge Road, Building 200, Suite 3-A, Athens Georgia 30606
Address City State Zip Code
www@fbglaw.com 706-548-1151
Filer's Email Address Telephone Number

3. 1001 Shoal Creek Court
Principal Office Mailing Address of LLC (Unlike registered office address, this may be a post office box.)
Greensboro Georgia 30642
City State Zip Code

4. Jimmy M. Britt
Name of Registered Agent in Georgia
1001 Shoal Creek Court
Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address.)
Greensboro Greene GA 30642
City County State Zip Code
jbritt1121@aol.com
Registered Agent's Email Address

5. Name and Address of Each Organizer (Attach additional sheets if necessary.)
Jimmy M. Britt 1001 Shoal Creek Court Greensboro Georgia 30642
Organizer Address City State Zip Code

6. Mail the following items to the Secretary of State at the above address:
1) This Transmittal Information Form;
2) The Articles of Organization; and
3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are non-refundable.

I understand that this Transmittal Information Form is included as part of my filing, and the information on this form will be entered in the Secretary of State business entity database. I certify that the above information is true and correct to the best of my knowledge.

Signature of Authorized Person

July 2, 2019
Date

Walter W. Hays, Jr. - Attorney-in-Fact

Print name