

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 **07/22/2022** converting

Team Ryan Automotive, Inc.
a Domestic Profit Corporation

to

Team Ryan Automotive, 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 **08/05/2022**.



Brad Raffensperger

Brad Raffensperger
Secretary of State



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

TRANSMITTAL INFORMATION FORM
GEORGIA LIMITED LIABILITY COMPANY

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

Primary Email Address: dan.r@teamryanautomotive.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.)

Team Ryan Automotive, LLC

LLC Name (List exactly as it appears in articles.)

2. Daniel A. Ryan
Name* of Person Filing Articles of Organization (Certificate will be emailed to this person at address listed below.)

6033 Nature Path Lane Sugar Hill GA 30518
Address City State Zip Code

dan.r@teamryanautomotive.com
Filer's Email Address Telephone Number

3. 2959 S. Waterworks Road
Principal Office Mailing Address of LLC (Unlike registered office address, this may be a post office box.)

Buford GA 30518
City State Zip Code

4. Daniel A. Ryan
Name* of Registered Agent in Georgia

6033 Nature Path Lane
Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address.)

Sugar Hill Gwinnett GA 30518
City County State Zip Code

dan.r@teamryanautomotive.com
Registered Agent's Email Address

5. Name* and Address of Each Organizer (Attach additional sheets if necessary.)

Daniel A. Ryan 6033 Nature Path Lane Sugar Hill GA 30518
Organizer Address City State Zip Code

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 \$110.00 (\$100 filing fee + \$10 paper filing service charge) 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.

Daniel A. Ryan
Signature of Authorized Person

7/22/2022
Date

Daniel A. Ryan
Print Name*

* Enter individual's legal name, i.e. first and last name without use of initials or nicknames. Middle names or initials may be included.



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Articles of Organization

Article One

The name of the limited liability company is:

Team Ryan Automotive, LLC

Article Two

(Check, and if applicable complete, one of the following)

- The articles of organization shall be effective upon filing with the Secretary of State.
- The articles of organization shall be effective on: _____ at _____.

(Date)

(Time)

[Note: The delayed effective date may not be later than 90 days after the filing date.]

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on

July 22, 2022

(Date)

Daniel A. Ryan
Signature

Daniel A. Ryan

Print Name*

- Capacity (choose one option only):
- Organizer
 - Member
 - Manager
 - Attorney-in-fact

* Enter individual's legal name, i.e. first and last name without use of initials or nicknames. Middle names or initials may be included.

**CERTIFICATE OF CONVERSION
OF
TEAM RYAN AUTOMOTIVE, INC.,
A GEORGIA CORPORATION,
INTO
TEAM RYAN AUTOMOTIVE, LLC,
A GEORGIA LIMITED LIABILITY COMPANY**

1. The name and jurisdiction of incorporation of the corporation making the election is **TEAM RYAN AUTOMOTIVE, INC.**, a Georgia corporation (the “**Company**”).

2. The Company elects to become a limited liability company organized under the laws of the State of Georgia pursuant to a plan of conversion (the “**Plan of Conversion**”), and its name shall be **TEAM RYAN AUTOMOTIVE, LLC** (the “**Georgia LLC**”).

3. The effective date and time of the conversion shall be upon filing of this Certificate of Conversion by the Georgia Secretary of State.

4. The Plan of Conversion, and the conversion itself, have been approved and adopted as required by Sections 14-11-212 and 14-2-1109.1 of the Official Code of Georgia Annotated (the “**Code**”), as amended.

5. Filed with this certificate of conversion are articles of organization that are in the form required by Code Section 14-11-204, that set forth a name for the limited liability company that satisfies the requirements of Code Section 14-11-207, and that shall be the articles of organization of the limited liability company formed pursuant to such election unless and until modified.

6. A written operating agreement has been entered into among the member[s] of the Georgia LLC formed pursuant to such election, which shall be effective immediately upon the effectiveness of such election and which sets forth the manner and basis of conversion.

7. The Secretary of State shall be notified of any change in the Georgia LLC’s mailing address.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the Company has caused this Certificate of Conversion to be executed on this 22nd day of July, 2022.

TEAM RYAN AUTOMOTIVE, INC., a
Georgia corporation



By:

Name: Daniel A. Ryan

Title: Incorporator



Secretary of State

**OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION**

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Suite 313 West Tower
Atlanta, Georgia 30334
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Electronically Filed
Secretary of State
Filing Date: 7/22/2022 11:21:30 AM

**TRANSMITTAL INFORMATION FORM
BUSINESS CONVERSION**

1. **23313533**

Filing Number

2. **Daniel A. Ryan**

Name of Person Filing Business Conversion

6033 Nature Path Lake

Address

Sugar Hill

City

GA

State

30518

Zip Code

3. Submitted with this filing is a filing fee of \$95.00 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.

Daniel A. Ryan

Signature of Authorized Person