DOC ID ----> 201910000688

DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
04/10/2019	201910000688	Conversion Within SOS Records (CVS)	99.00	100.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

NSI
145 BAKER ST.
ATTN:MELODY FREEMAN
MARION, OH 43302

STATE OF OHIO
CERTIFICATE

Ohio Secretary of State, Frank LaRose
681908

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

FERGUSON ENTERPRISES, LLC

and, that said business records show the filing and recording of:

Document(s)	Document No(s):
Conversion Within SOS Records	**201910000688**

Effective Date: 04/09/2019

CHANGE BUSINESS TYPE FOR. PROFIT LIM. LIAB. CO.

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 10th day of April, A.D. 2019.

Ohio Secretary of State

DOC ID ----> 201910000688

Form 700 Prescribed by:

OFFICE OF THE
Ohio Secretary of State

Toll Free: (877) SOS-FILE (877-767-3453)
Central Ohio: (614) 466-3910
www.OhioSecretaryofState.gov
BusServ@OhioSecretaryofState.gov
File online or for more information: www.OhBusinessCentral.com

For screen readers, follow instructions located at this path.

Mail this form to one of the following:
Regular Filing (non expedite)
P.O. Box 1329
Columbus, OH 43216
Expedite Filing (Two business day processing time. Requires an additional $100.00)
P.O. Box 1390
Columbus, OH 43216

Certificate for Conversion for Entities Converting Within or Off the Records of the Ohio Secretary of State

Filing Fee: $99
Form Must Be Typed

(CHECK ONLY ONE (1) BOX)

(1) [X] **Converting Within The Records of the Ohio Secretary of State**

(2) [ ] **Converting Off The Records of the Ohio Secretary of State** (187-VXX)

Name of the converting entity	FERGUSON ENTERPRISES, INC.
Jurisdiction of Formation	VIRGINIA
Charter/Registration Number	681908

The converting entity is a:
(Check Only (1) One Box)

- [ ] Domestic Nonprofit Corporation
- [ ] Domestic For-Profit Corporation
- [ ] Foreign Nonprofit Corporation
- [X] Foreign For-Profit Corporation
- [ ] Domestic Nonprofit Limited Liability Company
- [ ] Foreign Nonprofit Limited Liability Company
- [ ] Domestic For-Profit Limited Liability Company
- [ ] Foreign For-Profit Limited Liability Company
- [ ] Partnership
- [ ] Domestic Limited Partnership
- [ ] Foreign Limited Partnership
- [ ] Domestic Limited Liability Partnership
- [ ] Foreign Limited Liability Partnership

The converting entity hereby states that it has complied with all laws in the jurisdiction under which it exists and that those laws permit the conversion.

DOC ID ----> 201910000688

Name of the converted entity: Ferguson Enterprises, LLC

Jurisdiction of Formation: Virginia

The converted entity is a:
(Check Only (1) One Box)

- ☐ Domestic For-Profit Corporation
- ☐ Domestic Professional Association
- ☐ Foreign Nonprofit Corporation
- ☐ Foreign For-Profit Corporation
- ☐ Domestic Nonprofit Limited Liability Company
- ☐ Foreign Nonprofit Limited Liability Company
- ☐ Domestic For-Profit Limited Liability Company
- ☒ Foreign For-Profit Limited Liability Company
- ☐ Partnership
- ☐ Domestic Limited Partnership
- ☐ Foreign Limited Partnership
- ☐ Domestic Limited Liability Partnership
- ☐ Foreign Limited Liability Partnership

Effective Date (MM/DD/YYYY) **(Optional)**: _____ **(The conversion is effective upon the filing of this certificate or on a later date specified in the certificate)**

Name and address of the person or entity that will provide a copy of the declaration of conversion upon written request.

Ferguson Enterprises, LLC
Name

12500 Jefferson Avenue
Mailing Address

Newport News | VA | 23602
City | State | Zip Code

Required information that must accompany conversion certificate if box 2 is checked

If the converting entity is a domestic or foreign entity that will not be licensed in Ohio, provide the name and address of the statutory agent upon whom any process, notice or demand may be served.

Name of Statutory Agent

Mailing Address

City | OH | ZIP Code
State

See instructions for additional filing requirements if
(1) the conversion creates a new domestic entity,
(2) the converted entity is a foreign entity that desires to transact business in Ohio; or
(3) if a domestic corporation or foreign corporation licensed in Ohio is the converting entity.

DOC ID ----> 201910000688

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required
Must be signed by an authorized representative.

Signature

By (if applicable)

Ashley Goldsmith, Special Secretary

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

DOC ID ----> 201910000688

Complete the information in this section.

AFFIDAVIT

In lieu of dissolution releases from various governmental authorities.

FERGUSON ENTERPRISES, INC.

Name of Corporation

The undersigned, being first duly sworn, declares that on the dates indicated below, each of the named state governmental agencies was advised IN WRITING of the scheduled date of filing of the Certificate and was advised IN WRITING of the acknowledgement by the corporation of the applicability of the provisions of section 1701.95 of the ORC.

Agency	Date Notified (MM/DD/YYYY)
Ohio Bureau of Workers' Compensation 30 W. Spring Street Columbus, Ohio 43215 * Only required for domestic for-profit corporations	

Agency	Date Notified (MM/DD/YYYY)
Ohio Job & Family Services Status and Liability Section Data Correspondence Control Fax: 614-752-4811 Phone: 614-466-2319 **Overnight Address:** P.O. Box 182413 Columbus, OH 43218-2413 **Regular Address:** P.O. Box 182413 Columbus, OH 43218-2413	4/8/2019

Agency	Date Notified (MM/DD/YYYY)
Ohio Department of Taxation Taxpayer Services/Tax Release Unit P.O. Box 182382 Columbus, OH 43218-2382 Dissolution@tax.state.oh.us * Complete this date notified field only if the corporation is a domestic non-profit corporation or foreign corporation. * Note: Domestic for-profit corporations must submit with this filing a Certificate of Tax Clearance issued by the Ohio Department of Taxation.	4/8/2019

☐ The corporation is not required to pay or the department of taxation has not assessed any personal property tax.

Note: This affidavit must be signed by one or more persons executing the certificate or by an officer of the corporation.

Signature: Ashley G | Title: Special Manager

Ashley Goldsmith
Name

11380 Prosperity Farms Road #221E,
Mailing Address

Palm Beach Gardens	FL	33410
City	State	ZIP Code

Seal

Sworn to and subscribed in my presence on this date (MM/DD/YYYY):

CARLOS M. ALVAREZ
Commission # GG 206206
Expires April 17, 2022
Bonded Thru Troy Fain Insurance 800-385-7019

Notary Public

Date Commission Expires (MM/DD/YYYY): 04/17/2022

DOC ID ----> 201910000688

AFFIDAVIT OF PERSONAL PROPERTY

State of: Florida

County of: Palm Beach

Ashley Goldsmith
Name of Officer

Special Secretary
Title of Officer

of

FERGUSON ENTERPRISES, INC.
Name of Corporation

and that this affidavit is made in compliance with Ohio Revised Code Section 1703.17

That above-named corporation: (Check one (1) of the following)

[x] Has no personal property in any county in Ohio

[ ] Is the type required to pay personal property taxes to state authorities only

[ ] Has personal property in the following county (ies)

County | County | County

Signature [signature] Title: Special Secretary

Sworn to and subscribed in my presence on this date (MM/DD/YYYY): 4/8/2019

Seal

CARLOS M. ALVAREZ
Commission # GG 208206
Expires April 17, 2022
Bonded Thru Troy Fain Insurance 800-385-7019

[signature]
Notary Public

Date Commission Expires (MM/DD/YYYY): 04/17/2022

DOC ID ----> 201910000688

Form 533B Prescribed by:

OFFICE OF THE
Ohio Secretary of State

Toll Free: (877) SOS-FILE (877-767-3453)
Central Ohio: (614) 466-3910
www.OhioSecretaryofState.gov
Bussery@OhioSecretaryofState.gov
File online or for more information: www.OHBusinessCentral.com

Mail this form to one of the following:

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P.O. Box 670
Columbus, OH 43216

Expedite Filing (Two business day processing time. Requires an additional $100.00)
P.O. Box 1390
Columbus, OH 43216

For screen readers, follow instructions located at this path.

Registration of a Foreign Limited Liability Company

Filing Fee: $99

Form Must Be Typed

CHECK ONLY ONE (1) BOX

☒ (1) Registration of a Foreign For-Profit Limited Liability Company
(106-LFA)
ORC 1705

Jurisdiction of Formation: Virginia

Date of Formation: 3/31/2019

☐ (2) Registration of a Foreign Nonprofit Limited Liability Company
(106-LFA)
ORC 1705

Jurisdiction of Formation:

Date of Formation:

Name of Limited Liability Company in its jurisdiction of formation

Ferguson Enterprises, LLC

Name under which the foreign limited liability company desires to transact business in Ohio (if different from its name in its jurisdiction of formation) is:

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "ltd.," or "ltd"

The address to which interested persons may direct requests for copies of the limited liability company's operating agreement, bylaws, or other charter documents of the company is:

Ferguson Enterprises, LLC
Name

12500 Jefferson Avenue
Mailing Address

Newport News | VA | 23602
City | State | ZIP Code

DOC ID ----> 201910000688

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is

Corporate Creations Network Inc.

Name of Agent

119 E. Court Street

Mailing Address

Cincinnati	Ohio	45202
City	State	ZIP Code

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

a. an agent is not appointed, or
b. an agent is appointed but the authority of that agent has been revoked, or
c. the agent cannot be found or served after the exercise of reasonable diligence.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Must be signed by an authorized representative.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

Signature

By (if applicable)

Ashley Goldsmith, Special Manager

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

DOC ID ----> 201910000688

Commonwealth of Virginia

State Corporation Commission

CERTIFICATE OF FACT

I Certify the Following from the Records of the Commission:

That Ferguson Enterprises, LLC is duly organized as a limited liability company under the law of the Commonwealth of Virginia;

That the date of its organization is March 31, 2019; and

That the limited liability company is in existence in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
April 1, 2019

Joel H. Peck

Joel H. Peck, Clerk of the Commission

CISECOM
Document Control Number: 1904015480