STATE OF TENNESSEE
Tre Hargett, Secretary of State
Division of Business Services
William R. Snodgrass Tower
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

BILL GARRETT, Davidson County
Trans:T20140006758 CHARTER
Recvd: 01/29/14 14:00 4 pgs
Fees:7.00 Taxes:0.00
20140129-0008190

CEDAR SQUARE PARTNERS, LLC
ROBERT FULCHER
STE A
2000 WARFIELD DR
NASHVILLE, TN 37215-3424

January 23, 2014

Control # 744808

Effective Date: 01/23/2014

Document Receipt

Receipt # : 1280109 Filing Fee: $320.00

Payment-Check/MO - CEDAR SQUARE, NASHVILLE, TN $320.00

ACKNOWLEDGMENT OF CONVERSION

CEDAR SQUARE PARTNERS converted from a **TENNESSEE Non-Qualified** to
CEDAR SQUARE PARTNERS, LLC
a **TENNESSEE Limited Liability Company**

This will acknowledge the filing of the attached Articles of Conversion with an effective date as indicated above.

When corresponding with this office or submitting documents for filing, please refer to the control number given above.

Tre Hargett
Secretary of State

Processed By: Cynthia Dunn

State of Tennessee

Department of State
Corporate Filings
312 Rosa L. Parks Ave.
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

CERTIFICATE OF CONVERSION
(Another Business Entity into LLC)

For Office Use Only

FILED

Pursuant to the provisions of §48-249-703 of the Tennessee Revised Limited Liability Company Act, the undersigned Limited Liability Company hereby submits this certificate of conversion:

1. **The name of the domestic limited liability company as set forth in its articles of organization is:**

   CEDAR SQUARE PARTNERS, LLC

2. **The name of the converting other business entity immediately prior to the filing of the certificate of conversion is:**

   CEDAR SQUARE PARTNERS

3. **The jurisdiction in which the converting other business entity was formed is** Tennessee, **its date of formation is** May 8, 1975 **(month/day/year), and its business type is a** general partnership.

4. **All required approvals of the conversion have been obtained by the other business entity.**

5. **If the conversion is not to be effective upon the filing of the certificate of conversion and articles of organization, then the future effective date or time of the conversion to a domestic LLC is:**

   Date: _____, _____ **Time** _____

January 16, 2014
Signature date

Signature

Organizer
Signer's capacity

ROBERT D. FULCHER
Name (typed or printed)

SS-4268 (Rev. 08/07) Filing Fee $20 RDA 2458

7275,0570, 01/23/2014, 10:54:22, Received by Tennessee Secretary of State Tre Hargett

ARTICLES OF ORGANIZATION
LIMITED LIABILITY COMPANY (SS-4270)

Division of Business Services
Tre Hargett, Secretary of State
State of Tennessee
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102
(615) 741-2286

Filing Fee: $50 per member
(minimum fee = $300, maximum fee = $3,000)

For Office Use Only

The Articles of Organization presented herein are adopted in accordance with the provisions of the Tennessee Revised Limited Liability Company Act.

1. The name of the Limited Liability Company is: CEDAR SQUARE PARTNERS, LLC
(Note: Pursuant to the provisions of T.C.A. §48-249-106, each Limited Liability Company name must contain the words "Limited Liability Company" or the abbreviation "LLC" or "L.L.C.")

2. Name Consent: (Written Consent for Use of Indistinguishable Name)
☐ This entity name already exists in Tennessee and has received name consent from the existing entity.

3. This company has the additional designation of:

4. The name and complete address of the Limited Liability Company's initial registered agent and office located in the state of Tennessee is:
CEDAR SQUARE PARTNERS, LLC — DAVIDSON COUNTY
ROBERT FULCHER
STE A
2000 WARFIELD DR
NASHVILLE, TN 37215-3424

5. Fiscal Year Close Month: December

6. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date and time is:
(none) (Not to exceed 90 days)

7. The Limited Liability Company will be:
☑ Member Managed ☐ Manager Managed ☐ Director Managed

8. Number of Members at the date of filing: 2

9. Period of Duration: Perpetual

10. The complete address of the Limited Liability Company's principal executive office is:
ROBERT FULCHER — DAVIDSON COUNTY
STE A
2000 WARFIELD DR
NASHVILLE, TN 37215-3424

Received by Tennessee Secretary of State Tre Hargett 01/23/2014, 10:54:36 #275,827,1

ARTICLES OF ORGANIZATION
LIMITED LIABILITY COMPANY (ss-4270)

Division of Business Services
Tre Hargett, Secretary of State
State of Tennessee
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102
(615) 741-2286

Filing Fee: $50 per member
(minimum fee = $300, maximum fee = $3,000)

For Office Use Only

[redacted]

SUBMISSION PENDING

Amount Due: $300.00
Please file before 02/13/2014

The name of the Limited Liability Company is: CEDAR SQUARE PARTNERS, LLC

11. The complete mailing address of the entity (if different from the principal office) is:
ROBERT FULCHER
STE A
2000 WARFIELD DR
NASHVILLE, TN 37215-3424

12. Non-Profit LLC (required only if the Additional Designation of "Non-Profit LLC" is entered in section 3.)
☐ I certify that this entity is a Non-Profit LLC whose sole member is a nonprofit corporation, foreign or domestic, incorporated under or subject to the provisions of the Tennessee Nonprofit Corporation Act and who is exempt from franchise and excise tax as not-for-profit as defined in T.C.A. §67-4-2004. The business is disregarded as an entity for federal income tax purposes.

13. Professional LLC (required only if the Additional Designation of "Professional LLC" is entered in section 3.)
☐ I certify that this PLLC has one or more qualified persons as members and no disqualified persons as members or holders.
Licensed Profession:

14. Series LLC (required only if the Additional Designation of "Series LLC" is entered in section 3.)
☐ I certify that this entity meets the requirements of T.C.A. §48-249-309(a) & (b)

15. Obligated Member Entity (list of obligated members and signatures must be attached)
☐ This entity will be registered as an Obligated Member Entity (OME) Effective Date: (none)
☐ I understand that by statute: THE EXECUTION AND FILING OF THIS DOCUMENT WILL CAUSE THE MEMBER(S) TO BE PERSONALLY LIABLE FOR THE DEBTS, OBLIGATIONS AND LIABILITIES OF THE LIMITED LIABILITY COMPANY TO THE SAME EXTENT AS A GENERAL PARTNER OF A GENERAL PARTNERSHIP. CONSULT YOUR ATTORNEY.

16. This entity is prohibited from doing business in Tennessee:
☐ This entity, while being formed under Tennessee law, is prohibited from engaging in business in Tennessee.

17. Other Provisions:

Jan 14, 2014 10:00AM
Signature Date

Signature

Member
Signer's Capacity (if other than individual capacity)

Robert Fulcher
Name (printed or typed)

7275.0572, 01/23/2014, 15:55:00, Received by Tennessee Secretary of State Tre Hargett