



State of California Secretary of State

LLC-1A

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-FILED-

File No.: 202565518759

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Limited Liability Company Articles of Organization - Conversion

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Converted Entity Information

1. Name of Limited Liability Company. (The name must exclude the words Limited Liability Company or the abbreviations LLC or L.L.C. The words Limited and Company may be abbreviated to Ltd. and Co., respectively.)

Newcourt Properties, LLC

2. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

3. The limited liability company will be managed by (check only one)



One Manager



More Than One Manager



All Limited Liability Company Members

4. Initial Street Address of Limited Liability Company's Principal Office

591 Redwood Highway, Suite 5000

City

Mill Valley

State

CA

Zip Code

94941

5. Initial Mailing Address of Limited Liability Company, if different from Item 4

City

State

Zip Code

6. Initial Agent for Service of Process: Item 6a. List the name of an individual or a corporation registered in CA under California Corporations Code section 1505 that agrees to be your agent for service of process. You may not list the converted entity as the agent. Item 6b. If the agent is an individual list the agent's CA business or residential street address. Item 6c. If the agent is an individual and the converting entity is a CA corporation, limited partnership or general partnership list the agent's mailing address. Do not list an address if the agent is a CA registered corporate agent as the address for service of process is already on file.

- a. Name of Agent for Service of Process

Peter Flaxman

- b. If an individual, Street Address of Agent for Service of Process. Do not list a P.O. Box

591 Redwood Highway, Suite 2325

City

Mill Valley

State

CA

Zip Code

94941

- c. If an individual, Mailing Address of Agent for Service of Process

591 Redwood Highway, Suite 2325

City

Mill Valley

State

CA

Zip Code

94941

Converting Entity Information

7. Name of Converting Entity

Newcourt Properties, a California General Partnership

8. Form of Entity

General Partnership

9. Jurisdiction

California

10. CA Secretary of State Entity Number, if any

11. The principal terms of the plan of conversion were approved by a vote of the members or interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class:

The class and number of outstanding interests entitled to vote

AND

The percentage vote required of each class.

Additional Information

12. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

13. I certify under penalty of perjury that the contents of this document are true. I declare I am the person who executed this instrument, which execution is my act and deed.

Signature of Authorized Person

Signature of Authorized Person

Ray Hoffman, III, General Partner

Type or Print Name and Title of Authorized Person

Lisa C. Gorjestani, General Partner

Type or Print Name and Title of Authorized Person