

STATE OF GEORGIA

Secretary of State
Corporations Division
313 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER : 12094460
DATE INC/AUTH/FILED : July 22, 2004
JURISDICTION : Georgia
PRINT DATE : 7/12/2013 9:43:53 AM

CERTIFICATE OF EXISTENCE

I, Brian P. Kemp, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

AVERY PARTNERS, INC.
A Domestic Corporation

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



A handwritten signature in black ink, appearing to read "B: P. Kemp".

Brian P. Kemp
Secretary of State

Tracking #: Nz5yzSsj

CERTIFICATE OF CONVERSION
OF
AVERY PARTNERS, LLC,
a Georgia limited liability company
TO
AVERY PARTNERS, INC.,
a Georgia corporation

Pursuant to the provisions of the
O.C.G.A. 14-2-1109.2

1. The name of the limited liability company is: Avery Partners, LLC (the "Company").
2. The date on which the Articles of Organization were filed with the Georgia Secretary of State was: July 22, 2004. The Company was initially organized under the name Purestaff, LLC.
3. The Company elects to become a corporation, and the name of the corporation into which the Company is being converted is Avery Partners, Inc.
4. The conversion has been approved by all of the Company's members in accordance with the provisions of subsection (a) of the O.C.G.A. 14-2-1109.2.
5. Filed herewith are Articles of Incorporation that are in the form required by Section 14-2-202, and such Articles of Incorporation shall be the Articles of Incorporation of the corporation, unless and until modified.
6. The manner and basis for converting the ownership interests in the Company into shares of the corporation formed pursuant to the conversion is:

53,700.80 shares of common stock of the corporation in exchange for each percentage interest held by the members of Avery Partners, LLC.

[Signatures on next page.]

DMEAST #15869310 v3


State of Georgia
Expedite Conversion 5 Page(s)



T1234012002

EVERY PARTNERS, LLC

By:



Name: Jeff Moore
Title: President

2012 DEC -3 PM 4:47
CORPORATIONS DIVISION

CINCINNATI OH 45999-0046

In reply refer to: 0223437223
July 16, 2008 LTR 252C 0
11-3722364 000000 00 000
00002735
BODC: SB

AVERY PARTNERS LLC
MOORE KAREN Y MBR
4400 BANKERS CIR STE H
ATLANTA GA 30360-2741806



009276

Taxpayer Identification Number: 11-3722364

Dear Taxpayer:

Thank you for the inquiry dated June 11, 2008.

We have changed the name on your account as requested. The number shown above is valid for use on all tax documents.

If you have any questions, please call us toll free at 1-800-829-0115.

If you prefer, you may write to us at the address shown at the top of the first page of this letter.

Whenever you write, please include this letter and, in the spaces below, give us your telephone number with the hours we can reach you. Also, you may want to keep a copy of this letter for your records.

Telephone Number () _____ Hours _____

Sincerely yours,

Anthony Woodson, Operations Mgr.
Document Perfection Operations

Enclosure(s):
Copy of this letter

Control No. 0444390

STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF AMENDMENT NAME CHANGE

I, **Karen C Handel**, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that

PURESTAFF, LLC

a Domestic Limited Liability Company

has filed articles/certificate of amendment in the Office of the Secretary of State on 06/11/2008 changing its name to

AVERY PARTNERS, LLC

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles/ certificate of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on June 11, 2008



Karen C Handel
Secretary of State



Office Of The Secretary Of State
Corporations Division

Articles Of Amendment

To Articles of Organization

Karen C. Handel
Secretary Of State

2008 JUN 11 PM 12:45
SECRETARY OF STATE
CORPORATIONS DIVISION

Article One

The Name Of The Limited Liability Company Is:

PURESTAFF, LLC

Article Two

The Date The Articles Of Organization Were Filed Was:

JULY 22, 2004

Article Three

The Limited Liability Company Hereby Adopts The Following Amendment To Change The Name Of The Organization. The New Name Of The Organization Is:

AVERY PARTNERS, LLC

IN WITNESS WHEREOF, the undersigned has executed these Articles Of Amendment

On 6/11/2008
(Date)

[Signature]
(Signature And Capacity in which signing)
OPERATIONS BUSINESS MANAGER

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 0444390
EFFECTIVE DATE: 07/22/2004
JURISDICTION : GEORGIA
REFERENCE : 0167
PRINT DATE : 07/26/2004
FORM NUMBER : 356

JOHN R. LEONHARDT
11205 ALPHARETTA HWY.
SUITE E-3
ROSWELL, GA 30076

CERTIFICATE OF ORGANIZATION

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

PURESTAFF, LLC
A GEORGIA LIMITED LIABILITY COMPANY

has been duly organized under the laws of the State of Georgia on the effective date stated above by the filing of articles of organization in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Cathy Cox
Secretary of State

ARTICLES OF ORGANIZATION
PureStaff, LLC

ARTICLE ONE

The name of the Limited Liability Company is PureStaff, LLC.

ARTICLE TWO

The Company is organized as a limited liability company pursuant to the Georgia Limited Liability Company Act.

ARTICLE THREE

The latest date upon which the Company is to dissolve is June 30, 2029. The Company may be sooner terminated in accordance with its Operating Agreement.

ARTICLE FOUR

The name of the Company's initial registered agent and its initial registered office is:
JOHN R. LEONHARDT, Attorney-at-Law, 11205 Alpharetta Hwy, E-3, Roswell, Georgia 30076.

ARTICLE FIVE

The initial principal office of the Company is located at: 4400 Bankers Circle, Suite H, Atlanta, Georgia 30360.

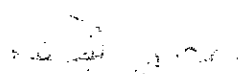
ARTICLE SIX

The LLC shall be managed by one (1) manager.

ARTICLE SEVEN

The name and address of the organizer is: KAREN Y. MOORE, 4400 Bankers Circle, Suite H, Atlanta, Georgia 30360.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this
day of _____, 2004.



KAREN Y. MOORE
Organizer

STATE OF GEORGIA

Secretary of State

Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF EXISTENCE

I, Karen C Handel, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

PURESTAFF, LLC

Domestic Limited Liability Company

was formed or was authorized to transact business on 07/22/2004 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 11th day of February, 2008

A handwritten signature in cursive script that reads "Karen C Handel".

Karen C Handel
Secretary of State

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 0444390
EFFECTIVE DATE: 07/22/2004
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JOHN R. LEONHARDT
11205 ALPHARETTA HWY.
SUITE L-3
ROSWELL, GA 30076

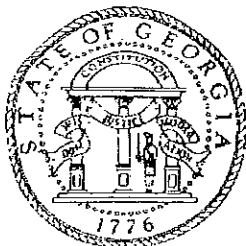
CERTIFICATE OF ORGANIZATION

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**PURESTAFF, LLC
A GEORGIA LIMITED LIABILITY COMPANY**

has been duly organized under the laws of the State of Georgia on the effective date stated above by the filing of articles of organization in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



A handwritten signature in black ink, appearing to read 'Cathy Cox'.

Cathy Cox
Secretary of State

Request for Taxpayer Identification Number and Certification

**Give Form to the
 requester. Do not
 send to the IRS.**

Print or type See Specific Instructions on page 2.	Name (as shown on your income tax return) Avery Partners Inc.	
	Business name/disregarded entity name, if different from above	
	Check appropriate box for federal tax classification: <input type="checkbox"/> Individual/sole proprietor <input type="checkbox"/> C Corporation <input checked="" type="checkbox"/> S Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Trust/estate <input type="checkbox"/> Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=partnership) ▶ _____ <input type="checkbox"/> Other (see instructions) ▶ _____	Exemptions (see instructions): Exempt payee code (if any) _____ Exemption from FATCA reporting code (if any) _____
Address (number, street, and apt. or suite no.) 1455 Old Alabama Road Suite 160		Requester's name and address (optional)
City, state, and ZIP code Roswell, GA 30076		
List account number(s) here (optional)		

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on the "Name" line to avoid backup withholding. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN* on page 3.

Note. If the account is in more than one name, see the chart on page 4 for guidelines on whose number to enter.

Social security number	Employer identification number																				
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1	1	-	3	7	2	2	3	6	4												

Part II Certification

Under penalties of perjury, I certify that:

- The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
- I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
- I am a U.S. citizen or other U.S. person (defined below), and
- The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions on page 3.

Sign Here	Signature of U.S. person ▶ Holly Blake	Date ▶ 1/14/19
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General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Future developments. The IRS has created a page on IRS.gov for information about Form W-9, at www.irs.gov/w9. Information about any future developments affecting Form W-9 (such as legislation enacted after we release it) will be posted on that page.

Purpose of Form

A person who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, payments made to you in settlement of payment card and third party network transactions, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

- Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
- Certify that you are not subject to backup withholding, or
- Claim exemption from backup withholding if you are a U.S. exempt payee. If applicable, you are also certifying that as a U.S. person, your allocable share of any partnership income from a U.S. trade or business is not subject to the withholding tax on foreign partners' share of effectively connected income, and

4. Certify that FATCA code(s) entered on this form (if any) indicating that you are exempt from the FATCA reporting, is correct.

Note. If you are a U.S. person and a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

Definition of a U.S. person. For federal tax purposes, you are considered a U.S. person if you are:

- An individual who is a U.S. citizen or U.S. resident alien,
- A partnership, corporation, company, or association created or organized in the United States or under the laws of the United States,
- An estate (other than a foreign estate), or
- A domestic trust (as defined in Regulations section 301.7701-7).

Special rules for partnerships. Partnerships that conduct a trade or business in the United States are generally required to pay a withholding tax under section 1446 on any foreign partners' share of effectively connected taxable income from such business. Further, in certain cases where a Form W-9 has not been received, the rules under section 1446 require a partnership to presume that a partner is a foreign person, and pay the section 1446 withholding tax. Therefore, if you are a U.S. person that is a partner in a partnership conducting a trade or business in the United States, provide Form W-9 to the partnership to establish your U.S. status and avoid section 1446 withholding on your share of partnership income.