

612000121286

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

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TALLAHASSEE, FLORIDA

2014 OCT -3 PM 4:37

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F. Burch OCT 6 2014

CT

October 3, 2014

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 9300704 SO
Customer Reference 1: Barlington - CMBS Loan
Customer Reference 2: Conversion of Entities

Dear Department of State, Florida :

Please obtain the following:

The Pents and The Frows, LLC (FL)
Conversion
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092 .

Thank you very much for your help.

Sincerely,

Connie R Bryan
Senior Fulfillment Specialist
Connie.Bryan@wolterskluwer.com

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14 OCT -3 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION
FOR
THE PENTS AND THE FROWS, LLC
a Florida Limited Liability Company
INTO
THE PENTS AND THE FROWS, LLC
a Delaware Limited Liability Company**

This Certificate of Conversion is submitted to convert **THE PENTS AND THE FROWS, LLC**, a Florida limited liability company, into **THE PENTS AND THE FROWS, LLC**, a Delaware limited liability company (the "Other Business Entity"), in accordance with Section 605 of the Florida Statutes.

1. The name of the Florida limited liability company converting into the Other Business Entity is **THE PENTS AND THE FROWS, LLC** ("The Pents and The Frows").

2. The name of the Other Business Entity is **THE PENTS AND THE FROWS, LLC** (the "Company").

3. The Company is a limited liability company organized under the laws of the State of Delaware.

4. The Pents and The Frows has converted into the Company in compliance with Chapter 605, Florida Statutes, and the conversion complies with the applicable law governing the Company.

5. The plan of conversion was approved by The Pents and The Frows in accordance with Chapter 605, Florida Statutes.

6. The conversion was effective under the laws of Delaware on October 3rd, 2014.

7. The conversion shall become effective in Florida on October 3rd, 2014.

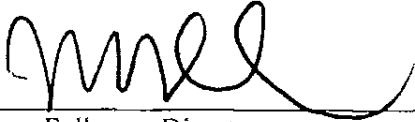
8. The principal office address of the Company is 1637 SW 8th Street, Suite 200, Miami, Florida 33135.

9. The Company has agreed to pay any Member having appraisal rights and wishing to exercise such rights the amount to which such Member is entitled pursuant to Section 605 of the Florida Statutes.

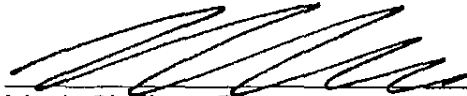
[Signatures on next page]

Executed this 3 day of October, 2014.

THE PENTS AND THE FROWS, LLC, a Florida limited liability company



William Fuller, as Director



Martin Pinilla, as Director

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TALLAHASSEE, FLORIDA