

#L13000146221

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DEPARTMENT OF STATE
BUREAU OF CORPORATIONS
2014 JUL 11 AM 11:35
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TO ACKNOWLEDGE
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FILED
2014 JUL 11 AM 9:41
CLERK OF STATE
TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
JUL 14 2014

CORP DIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

*** File First ***

FILING COVER SHEET

ACCT. #FCA-23

CONTACT: SAVANNAH DEBOER

DATE: 07/11/2014

REF. #: 7333642.9207610

CORP. NAME: CALLE OCHO SPECIAL LLC (FL) converting into CALLE OCHO SPECIAL LLC (DE)

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |

☒ OTHER: CERTIFICATE OF CONVERSION

STATE FEES PREPAID WITH CHECK # 70023444 FOR \$ 55.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

☒ CERTIFIED COPY

- ☐ CERTIFICATE OF GOOD STANDING
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF STATUS

*** File First ***

Examiner's Initials

**CERTIFICATE OF CONVERSION
FOR**

**CALLE OCHO SPECIAL LLC
a Florida Limited Liability Company**

INTO

**CALLE OCHO SPECIAL LLC
a Delaware Limited Liability Company**

FILED
2014 JUL 11 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion is submitted to convert **CALLE OCHO SPECIAL LLC**, a Florida limited liability company, into **CALLE OCHO SPECIAL 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 **CALLE OCHO SPECIAL, LLC** ("Calle Ocho"). #213000146221

2. The name of the Other Business Entity is **CALLE OCHO SPECIAL LLC** (the "Company").

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

4. Calle Ocho 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 Calle Ocho in accordance with Chapter 605, Florida Statutes.

6. The conversion was effective under the laws of Delaware on July 11, 2014.


7. The conversion shall become effective in Florida on July 11, 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.

Executed this 11th day of July, 2014.

CALLE OCHO SPECIAL LLC, a Florida limited liability company



William Fuller, as Managing Member



Martin Pinilla, as Managing Member