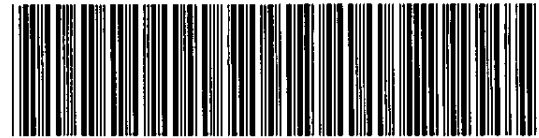


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2014 NOV 13 PM 4:00
TO KNOWLEDGE
SUFFICIENCY OF FILING
FILED
OFFICE OF STATE
TALLAHASSEE FLORIDA
2014 NOV 13 PM 12:45

NOV 14 2014
D. BRUCE

CT

November 13, 2014

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

Re: Order #: 9344218 SO
Customer Reference 1: 70134/292326
Customer Reference 2:

Dear Department of State, Florida :

Please obtain the following:

DFI ARELIA, LLC (FL)
Conversion
Florida

DFI ARELIA, LLC (FL)
Obtain Document - Misc - Certified Copy of Conversion
Filing
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

FILED
2014 NOV 13 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF CONVERSION
FOR
DFI ARELIA, LLC,
a Florida Limited Liability Company
INTO
DFI ARELIA, LLC,
a Delaware Limited Liability Company**

This Articles of Conversion is submitted to convert **DFI ARELIA, LLC**, a Florida limited liability company, into **DFI ARELIA, LLC**, a Delaware limited liability company (the "Other Business Entity"), in accordance with Section 605.1045, of the Florida Revised Limited Liability Company Act.

1. The name of the Florida limited liability company converting into the Other Business Entity is **DFI ARELIA, LLC** ("DFI").
2. The name of the Other Business Entity is **DFI ARELIA, LLC** (the "Company").
3. The Company is a limited liability company organized under the laws of the State of Delaware on November 13, 2014.
4. The plan of conversion was approved by DFI in accordance with Chapter 605, Florida Statutes.
5. This conversion shall be effective in Florida on November 13, 2014.
6. The Company is an out-of state entity not registered to transact business in Florida, the Company's principal office and mailing address of an office the Florida Department of State may send and process served on the department pursuant to 605.0117 and Chapter 48 is as follows: 729-7th Avenue, 15th Floor, New York, New York 10019.
7. The Company has agreed to pay any members having appraisal rights the amount to which such members are entitled pursuant to Sections 605.1006 and 605.1061 – 605.1072, Florida Statutes.

2014 NOV 13 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Signed this 13 day of November, 2014.

DFI ARELIA, LLC, a Florida limited liability company

By: William P. Dickey
Name: William P. Dickey
Title: Manager

FILED

2014 NOV 13 PM 12:45

SECRETARY OF STATE
TALLAHASSEE FLORIDA