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**EXAMINER**



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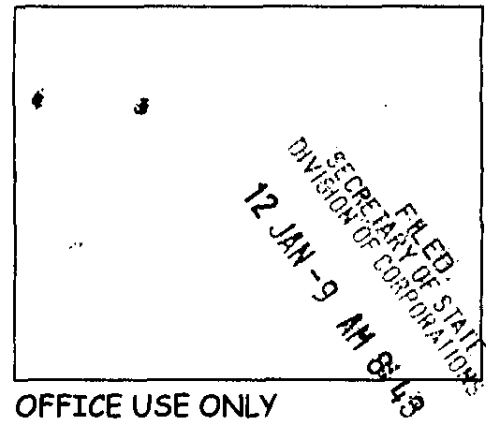
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WALK-IN

ENTITY NAME:

PRH-GEM JFK HOTEL, LLC

CK# 3816 FOR \$25.00

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

\_\_\_ CERTIFIED COPY

XXX STAMPED COPY

\_\_\_ CERTIFICATE OF STATUS

Examiner's Initials

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**STATE OF FLORIDA**  
**CERTIFICATE OF CONVERSION**  
**FOR**  
**FLORIDA LIMITED LIABILITY COMPANY**  
**INTO**  
**"OTHER BUSINESS ENTITY"**

This Certificate of Conversion is submitted to convert the following **Florida Limited Liability Company** into an **"Other Business Entity"** in accordance with s. 608.4403, Florida statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is: PRH-GEM JFK Hotel, LLC.
2. The name of the "Other Business Entity" is: PRH-GEM JFK Hotel, LLC.
3. The "Other Business Entity" is a Limited Liability Company, organized, formed or incorporated under the laws of the State of Delaware.
4. The above referenced Florida Limited Liability Company has converted into an "Other Business Entity" in compliance with Chapter 608, F.S., and the conversion complies with the statute or applicable law governing the "Other Business Entity."
5. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 608, F.S.
6. This conversion was effective under the laws governing the "Other Business Entity" on: January 9, 2012.
7. This conversion shall be effective in Florida upon filing of this Certificate of Conversion with the Florida Secretary of State.
8. The principal office address of the "Other Business Entity" under the laws of Delaware is: 315 S. Biscayne Blvd., Miami, Florida 33131.
9. The "Other Business Entity" lists the following street and mailing address of an office the Florida Department of State may use for purposes of s. 48.181, F.S.: 315 S. Biscayne Blvd., Miami, Florida 33131.
10. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 608.4351-608.43595, F.S.

Signed this 9th day of January, 2012.

  
Matthew J. Allen, Vice President