

L13000080569

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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J. Shivers DEC 20 2013



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 932352 7973301
AUTHORIZATION :
COST LIMIT : \$ 25.00

ORDER DATE : December 18, 2013
ORDER TIME : 9:18 AM
ORDER NO. : 932352-005
CUSTOMER NO: 7973301

DOMESTIC AMENDMENT FILING

NAME: THE MACFARLANE GROUP LLC

EFFECTIVE DATE:

XX CERTIFICATE OF CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER'S INITIALS:

Vertical stamp: 2013 DEC 19 10 55 AM

**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:

**THE MACFARLANE GROUP LLC**

Enter Name of Florida Limited Liability Company

2. The name of the "Other Business Entity" is:

**THE MACFARLANE GROUP LLC**

Enter Name of "Other Business Entity"

3. The "Other Business Entity" is a **Limited Liability Company**  
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of **Delaware**  
(Enter state, or if a non-U.S. entity, the name of the country)

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. If applicable, the written consent of each member who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to s. 608.4402(2), F.S.

7. This conversion was effective under the laws governing the "Other Business Entity"

on: **12-19-13**

8. This conversion shall be effective in Florida on: Date Filed with Florida Department of State  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date of the conversion under the laws governing the "Other Business Entity.")

9. The principal office address of the "Other Business Entity" under the laws of the state, country, or jurisdiction in which such entity was organized is as follows:

2797 1st Street Suite 2001 Fort Myers, FL 33916

10. If the "Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Other Business Entity":

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida limited liability company, including any appraisal rights of its members under ss. 608.4351-608.43595, F.S.

b.) 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.

Street Address: Strayhorn & Persons, PL  
2125 1st Street Suite 201 Fort Myers, FL 33901

Mailing Address: Strayhorn & Persons, PL  
2125 1st Street Suite 201 Fort Myers, FL 33901

11. 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 17<sup>th</sup> day of December, 2013

Signature: [Signature]  
Must be signed by a Member or Authorized Representative.

Printed Name: Jenna D Persons Title: Attorney and Authorized Representative

**Fees:** Filing Fee: \$25.00  
Certified Copy: \$30.00 (Optional)  
Certificate of Status: \$5.00 (Optional)

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