

F05000007013

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

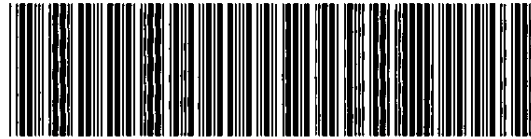
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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06/29/10--01005--008 **35.00

FILED

2010 JUN 29 P 12:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend
Thurs
7-1-10*

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Marathon Administrative Co., Inc.
Name of Corporation

DOCUMENT NUMBER: F05000007013

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Christina Gibson
Name of Contact Person

Marathon
Firm/Company

P.O. Box 961
Address

O'Fallon, IL 62269
City/State and Zip Code

cgibson@adminstrativegroup.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Christina Gibson at (800) 205-8988x245
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|--|---|--|---|
| <input checked="" type="checkbox"/> \$35.00 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) |
|--|---|--|---|

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F05000007013

(Document number of corporation (if known))

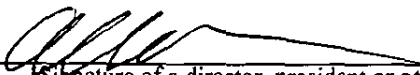
1. Marathon Administrative Co., Inc.
(Name of corporation as it appears on the records of the Department of State)
2. South Carolina 3. 11/29/2005
(Incorporated under laws of) (Date authorized to do business in Florida)

FILED
2000 JUN 29 P 12:31
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? _____
5. _____
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
- (If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida) _____
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
Delaware
(New jurisdiction)
8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Allen D. Kreke

(Typed or printed name of person signing)

Executive Vice President

(Title of person signing)

Delaware

PAGE 1

The First State

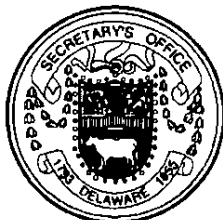
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A SOUTH CAROLINA CORPORATION UNDER THE NAME OF "MARATHON ADMINISTRATIVE CO., INC." TO A DELAWARE CORPORATION, FILED IN THIS OFFICE ON THE SEVENTH DAY OF MAY, A.D. 2010, AT 2:21 O'CLOCK P.M.

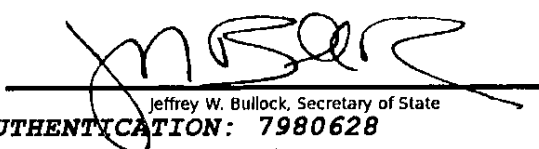
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4820943 8100V

100477940

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7980628

DATE: 05-07-10

Delaware

PAGE 1

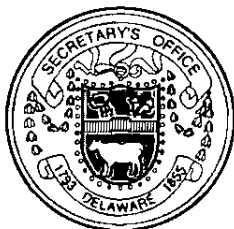
The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MARATHON ADMINISTRATIVE CO., INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF JUNE, A.D. 2010.

4820943 8300

100642155

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8057517

DATE: 06-16-10

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:21 PM 05/07/2010
FILED 02:21 PM 05/07/2010
SRV 100477940 - 4820943 FILE

**CERTIFICATE OF CONVERSION
OF
MARATHON ADMINISTRATIVE CO., INC.**

Marathon Administrative Co., Inc., a corporation organized and existing under the laws of the State of South Carolina (the "Corporation"), in accordance with the provisions of Section 265 of the Delaware General Corporation Law (the "DGCL"), does hereby certify as follows:

FIRST: The Corporation was first formed under the laws of the State of Texas on January 21, 2000, and thereafter redomesticated to the State of South Carolina on September 16, 2005;

SECOND: The jurisdiction of domicile of the Corporation immediately prior to the filing of this Certificate of Conversion with the Secretary of State of the State of Delaware was South Carolina;

THIRD: The name of the Corporation immediately prior to the filing of this Certificate of Conversion with the Secretary of State of the State of Delaware was "Marathon Administrative Co., Inc.";

FOURTH: The name of the Corporation as set forth in the Certificate of Incorporation filed contemporaneously herewith with the Secretary of State of the State of Delaware in accordance with Section 265 of the General Corporation law of the State of Delaware is "Marathon Administrative Co., Inc."

[Signature page follows]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Conversion to be signed by Allen Kreke its Executive Vice President, who has been duly authorized to sign this Certificate of Conversion on behalf of the Corporation, this 5th day of May, 2010.



Name: Allen Kreke

Title: Executive Vice President