

F 42296

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

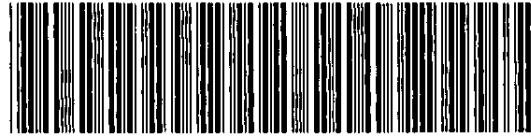
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600187193066

10/29/10--01003--022 \*\*35.00

NOT REEDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

2010 OCT 29 AM 11:42

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

EFFECTIVE DATE 10/31/2010

B. KOHR

OCT 29 2010

EXAMINER

2010 OCT 29 PM 1:13

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS



1203 Governors Square Blvd.  
Tallahassee, FL 32301-2960

850 222 1092 tel  
850 878 5368 fax  
www.ctlegalsolutions.com

October 29, 2010

EFFECTIVE DATE 10/31/2010

FILED STATE  
SECRETARY OF CORPORATIONS  
10 OCT 29 PM 1:13

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

Re: Order #: 7983650 SO  
Customer Reference 1: 125903.010100  
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

Unique Vacations, Inc. (FL)  
Conversion  
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

RECEIVED  
10 OCT 29 AM 11:28  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 10/31/2010

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 OCT 29 PM 1:13

**CERTIFICATE OF CONVERSION**

**FOR**

**UNIQUE VACATIONS, INC.**  
(a Florida corporation)

**INTO**

**UNIQUE VACATIONS, INC.**  
(a Delaware corporation)

The undersigned duly authorized signor, on behalf of **UNIQUE VACATIONS, INC.**, a Florida corporation (the "Converting Corporation") and for the purpose of converting the Converting Corporation from a Florida corporation into a Delaware corporation pursuant to §607.1113 of the Florida Business Corporation Act and §265 of the Delaware General Corporation Law, certifies that:

1. The name of the Converting Corporation at its incorporation and immediately prior to the filing of this Certificate of Conversion was **UNIQUE VACATIONS, INC.**
2. The Converting Corporation is a corporation first incorporated under the laws of Florida on August 27, 1981.
3. The name of the corporation is **UNIQUE VACATIONS, INC.** and it is organized under the laws of the State of Delaware.
4. The above referenced Florida corporation has converted into a Delaware corporation in accordance with Chapter 607, Florida Statutes, and the Conversion complies with Section 265 of the Delaware General Corporation Law, governing limited liability companies.
5. The Plan of Conversion was approved by the Converting Corporation in accordance with Chapter 607, Florida Statutes.
6. The written consent of the sole Director and the sole Shareholder who, as a result of the conversion, are now the sole Director and sole Shareholder, respectively, of the surviving entity was obtained pursuant to §607.1112(6).
7. The principal office address of **UNIQUE VACATIONS, INC.** shall be 4950 SW 72<sup>nd</sup> Avenue, 2<sup>nd</sup> Floor, Miami, FL 33155.
8. The effective date of filing for this Certificate of Conversion shall be as of October 31, 2010.
9. **UNIQUE VACATIONS, INC.** appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the Converting Corporation, including any appraisal rights of shareholders of the Converting Corporation under §§ 607-1301-607-1333, Florida Statutes and lists the following street and mailing address of an office, which the Florida Department of State may use for purposes of §607-1114(4), Florida Statutes: 4950 SW 72<sup>nd</sup> Avenue, 2<sup>nd</sup> Floor, Miami, FL 33155.

IN WITNESS WHEREOF, the undersigned authorized person has executed this  
Certificate of Conversion as of the 26th day of October 2010.

UNIQUE VACATIONS, INC., a Florida  
corporation

By: Brian Mair

Name: Brian Mair

Title: Director