

**L03000003095**

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DEPARTMENT OF REVENUE

N. Gulligan

JUN -5 2014



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 164229 4309914

AUTHORIZATION :

*[Signature]*

COST LIMIT : \$ 25,000

ORDER DATE : June 4, 2014

ORDER TIME : 1:11 PM

ORDER NO. : 164229-005

CUSTOMER NO: 4309914

CONVERSION FILING

NAME: ATHENA CAPITAL LLC

EFFECTIVE DATE:

XX ARTICLES OF CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Emily Gray -- EXT# 62925

EXAMINER'S INITIALS: \_\_\_\_\_

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Audit No. H

ARTICLES of CONVERSION

for

ATHENA CAPITAL LLC, FLORIDA LIMITED LIABILITY COMPANY

into a

"CONVERTED OR OTHER BUSINESS ENTITY"

The Articles of Conversion is submitted to convert the following Florida limited liability company into a "Converted or Other Business Entity" in accordance with Section 605.1045 of the Florida Statutes:

1. The name of the Florida limited liability company converting into the "Converted or Other Business Entity" is:

ATHENA CAPITAL LLC *LO3-3095*

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

ATHENA CAPITAL MANAGEMENT LLC

3. The "Converted or Other Business Entity" is a limited liability company formed under the laws of Delaware on May 30, 2014.

4. The plan of conversion was approved by the converting the Florida limited liability company in accordance with Chapter 605, Florida Statutes, and the governing law of the "Converted or Other Business Entity."

5. The Florida limited liability company is converting into a "Converted or Other Business Entity" in compliance with Chapter 605, Florida Statutes, and the governing law of the "Converted or Other Business Entity."

6. This conversion was effective under the laws governing the "Converted Other Business Entity" on May 30, 2014.

7. This conversion shall be effective in Florida on June 4, 2014.

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

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 Sections 605.1006, and 605.1061-605.1072, Florida Statutes.

Audit No. H

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b. Lists the following street and mailing address of an office the Florida Department of State may use pursuant to Section 605.0117 and Chapter 48, Florida Statutes:

c/o Catherine H. Lorie  
133 Sevilla Avenue  
Coral Gables, FL 33134

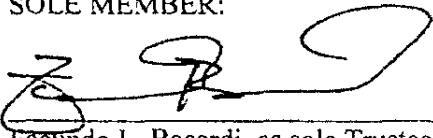
9. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1006, and 605.1061-605.1072, Florida Statutes.

Signed this 4<sup>th</sup> day of June, 2014.

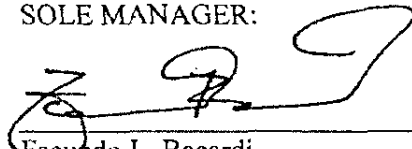
**ATHENA CAPITAL LLC**

a Florida limited liability company

SOLE MEMBER:

  
Facundo L. Bacardi, as sole Trustee of  
The Amended and Restated Facundo L.  
Bacardi Living Trust  
u/a/d December 27, 2005

SOLE MANAGER:

  
Facundo L. Bacardi

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