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DIVISION OF CORPORATION

I. HAMPTON

OCT - 4 2010

EXAMINER



HARVARD BUSINESS SERVICES, INC.

16192 COASTAL HWY LEWES, DELAWARE 19958-9776

Toll Free: (800) 345-2677 Direct: (302) 644-6263

Fax: (302) 269-3954 www.delawareinc.com

September 30, 2010

Florida Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

To Whom It May Concern:

Kindly find enclosed for filing the completed **Certificate of Conversion for Cool Graphics, L.L.C.** Also enclosed you will find a check for the filing fee of \$25. Once completed, kindly return the acknowledgement letter back to the fax number listed above or to the following address:

Attn: Paul Sponaugle Harvard Business Services, Inc. 16192 Coastal Hwy Lewes, DE 19958

Please feel free to contact me if there are any problems. Thank you for your assistance!

Sincerely,

Paul Sponaugle Corporate Filing Specialist

paul@delawareinc.com

SECRETARY OF STATE BIVISION OF CORPORATION

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:
COOL GRAPHICS, L.L.C.
Enter Name of Florida Limited Liability Company
2. The name of the "Other Business Entity" is:
COOL GRAPHICS, L.L.C.
Enter Name of "Other Business Entity"
3. The "Other Business Entity" is a Limited Liability Company
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)
organized, formed or incorporated under the laws of State 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: October 1, 2010

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8. This conversion shall be effective in Florida on: October 1, 2010
(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; <u>AND</u> 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:
Harward Business Services, Inc., 16192 Coastal Highway,
Lewes, Delaware, United States of America
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: c/o Amicorp Switzerland A.G.,
Baarerstrasse 75, 6300 Zug, Switzerland
Mailing Address: c/o Amicorp Switzerland A.G.,
Baarerstrasse 75, 6300 Zug, Switzerland
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 20th day of September , 20 10
Signature: Must be signed by a Member or Authorized Representative.
V
Printed Name: Stichting LLC Management Title: Managing Member
Fees: Filing Fee: \$25.00 Certified Copy: \$30.00 (Optional)
Certificate of Status: \$5.00 (Optional)
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