

L05000084978

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

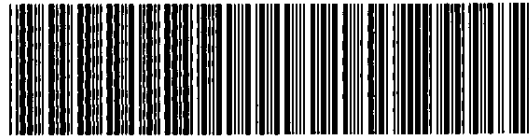
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
Jun 01, 2011 08:00 AM
Secretary of State

EFFECTIVE 6/1/2011

J. SAULSBERRY
EXAMINER

JUN 27 2011

HINES NORMAN HINES, P.L.

ATTORNEYS AT LAW

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June 9, 2011

OFFICES IN:

HYDE PARK
SUN CITY CENTER
NORTH TAMPA

VIA EXPRESS MAIL # EG 415517066 US

Florida Department of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

FILED
Jun 01, 2011 08:00 AM
Secretary of State

Re: Newton Herack, LLC / Conversion from Florida LLC to Delaware LLC

Dear Sir or Madam:

It has come to our attention that we inadvertently mailed a package to your office without the \$25.00 filing fee and, therefore, the documents have not been filed. Enclosed please find a duplicate package of what we mailed to you on May 26, 2011 regarding the above-referenced matter:

- Copy of Plan of Conversion for Limited Liability Company; please note that a date stamped Delaware certificate of formation is attached to the same.
- Copy of Florida Certificate of Conversion (*the original was mailed to FDOS on May 26, 2011*).
- Copy of date stamped Delaware Certificate of Conversion.

We have also enclosed a check in the amount of \$25.00 to cover the cost of the filing fee for the Florida Certificate of Conversion. Please file the Florida Certificate of Conversion.

Please note the effective date for the conversion in both Delaware and Florida is June 1, 2011. Jeraline of your office said that this date would be honored.

Thank you for your kind attention to this matter. If you have any questions, please contact our office.

Very truly yours,

Christopher H. Norman / by jlp

Christopher H. Norman
For the Firm

Signed in his absence to avoid delay.

CHN/ljp
Enclosures

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OFFICES IN:

HYDE PARK
SUN CITY CENTER
NORTH TAMPA

May 26, 2011

VIA CERTIFIED MAIL #7010 3090 0003 4351 7289
RETURN RECEIPT REQUESTED

Florida Department of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

FILED
Jun 01, 2011 08:00 AM
Secretary of State

Re: Newton Herack, LLC / Conversion from Florida LLC to Delaware LLC

Dear Sir or Madam:

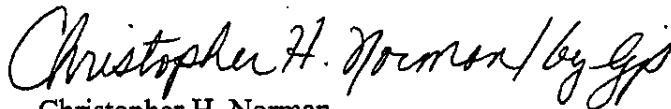
We have enclosed the following documents regarding the above-referenced matter:

- Copy of Plan of Conversion for Limited Liability Company; please note that a date stamped Delaware certificate of formation is attached to the same.
- Original Florida Certificate of Conversion.
- Copy of date stamped Delaware Certificate of Conversion.

We have also enclosed a check in the amount of \$25.00 to cover the cost of the filing fee for the Certificate of Conversion. Please file the Florida Certificate of Conversion.

Please note the effective date for the conversion in both Delaware and Florida is June 1, 2011. If you have any questions, please contact our office.

Very truly yours,



Christopher H. Norman
For the Firm

Signed in his absence to avoid delay.

CHN/ljp
Enclosures
cc: Park Newton (w/o encls.)

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Jun 01, 2011 08:00 AM
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CERTIFICATE OF CONVERSION UNDER FLORIDA LIMITED LIABILITY COMPANY ACT


This Certificate of Conversion is submitted to convert the Florida limited liability company named herein (the "Converting LLC") into the Delaware limited liability company named herein (the "Converted LLC"), in accordance with Section 608.4401 of the Florida Limited Liability Company Act.

1. The name of the Converting LLC is Newton Herack, LLC.
2. The Converting LLC is a Florida limited liability company that was first formed and organized under the laws of the State of Florida on August 26, 2005.
3. The name of the Converted LLC is Newton Herack, LLC.
4. The Converted LLC is a limited liability company organized under, and governed by, the laws of the State of Delaware, and was formed effective as of June 1, 2011.
5. The Converting LLC has converted into the Converted LLC in compliance with Section 608.4401 of the Florida Limited Liability Company Act, and the conversion complies with the statute or applicable law governing the Converted LLC, including Section 18-214 of the Delaware Limited Liability Company Act.
6. The plan of conversion was approved by the Converting LLC in accordance with the Florida Limited Liability Company Act, and this conversion was approved as required by the governing law of the Converted LLC.
7. A plan of conversion describing the terms and conditions of the conversion of the Converting LLC into the Converted LLC has been approved by the sole member of the Converting LLC, as required by the Florida Limited Liability Company Act, and the sole member of the Converting LLC is also the sole member of the Converted LLC.
8. This conversion was effective under the laws governing the Converted LLC on June 1, 2011.
9. This conversion shall be effective in the State of Florida on June 1, 2011, and that date is the effective date of the conversion under the Delaware Limited Liability Company Act.
10. The principal office of the Converted LLC under the laws of the State of Delaware is as follows: 1007 North Orange Street, Ninth Floor, Wilmington, DE 19801.
11. The Converted LLC: is not registered to transact business in the State of Florida; appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the Converting LLC, including any appraisal rights of the Converting LLC's members under Sections 608.4351 through 608.4359 of the Florida Limited Liability Company Act; and lists 301 West Platt Street, Suite 321, Tampa, FL

33606 as the street and mailing address of an office the Florida Department of State may use for the purposes of Florida Statutes Section 48.181

12. The Converted LLC has agreed to pay any members having appraisal rights the amount to which such members are entitled under the Florida Limited Liability Company Act.

Newton Herack, LLC

By: 
Christopher H. Norman, Esq., as Authorized
Representative

Date: 5-26-2011

FILED
Jun 01, 2011 08:00 AM
Secretary of State