

L060000086275

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

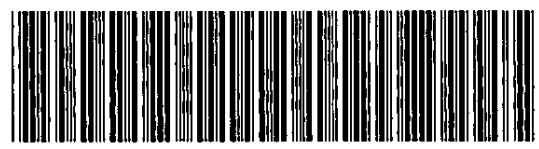
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:
Conversion

Office Use Only



800234653648

06/01/12--01001--017 **30.00

Effective Date *5/29/12*

2012 JUN -5 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

J. SAULSBERRY
EXAMINER

JUN 6 2012



ONE MIDTOWN PLAZA | 1360 PEACHTREE ST. | SUITE 1050 | ATLANTA, GEORGIA 30309 | P: 404.351.5280 | F: 404.351.5281 | WWW.SIAVAGELAW.COM

May 25, 2012

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
2012 JUN -5 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA FEDEX OVERNIGHT MAIL

SUBJECT: N-Play RE, LLC, conversion from Florida LLC to Delaware LLC

The enclosed Certificate of Conversion and fees are submitted to convert the above named Florida Limited Liability Company into an "Other Business" Entity in accordance with s.608.4403, F.S. I have also enclosed is a check for \$30, comprising \$25 for the conversion filing fee and \$5 for a certificate of status. Upon receipt of this filing, please send me a stamped copy of this letter (copy enclosed) via the pre-addressed stamped envelope.

Please return all correspondence concerning this matter to:

Kara Williamson
Siavage Law Group, LLC
One Midtown Plaza
10360 Peachtree Street, Suite 1050
Atlanta, Georgia 30309
Email address for annual report notification: kwilliamson@siavagelaw.com

Should you have any questions, please do not hesitate to contact me at (404) 537-4336.

Very truly yours,

Kara Williamson, Esq.

Enclosures:

1. Certificate of Conversion
2. Check for filing fees
3. Copy of letter
4. Pre-addressed, postage-page envelope

**CERTIFICATE OF CONVERSION
FOR FLORIDA LIMITED LIABILITY COMPANY TO
INTO
OTHER BUSINESS ENTITY**

Converting
N-PLAY RE, LLC,
a Florida limited liability company
(the "Florida Limited Liability Company")

to

N-PLAY RE, LLC,
a Delaware limited liability company
(the "Other Business Entity")

FILED
JUN -5 AM 9:22
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

L06000086275
8-31-06

1. The name of the Florida Limited Liability Company converting into the Other Business Entity is N-Play RE, LLC.
2. The name of the Other Business Entity is N-Play RE, LLC.
3. The Other Business Entity is a limited liability company organized under the laws of Delaware.
4. The 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. This conversion is effective under the laws governing the Other Business Entity on May 29, 2012.
7. This conversion shall be effective in Florida on May 29, 2012.
8. 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: 4899 Belfort Road, Suite 201, Jacksonville, Florida 32256.
9. 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 sections 608.4351-608.43595, F.S. and (b) lists the following street and mailing address of an office the Florida Department of State may use for purposes

of section 48.181, F.S.: 4899 Belfort Road, Suite 201, Jacksonville, Florida 32256.

10. The Other Business Entity has agreed to pay any members having appraisal rights the amount to which such members are entitled under sections 608.4351-608.43595, F.S.

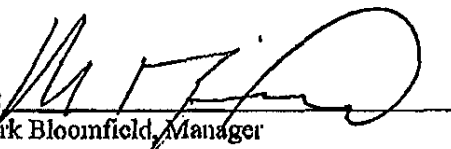
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FILED

**2012 JUN -5 AM 9: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Conversion to be duly executed on this 25 day of May, 2012.

N-PLAY RE, LLC

By: 
Mark Bloomfield, Manager

2012 JUN -5 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



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