

L06000095104

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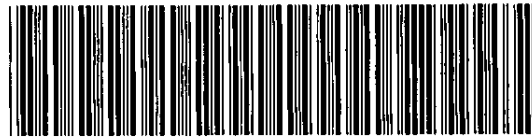
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**DATE:** 08-01-14

**NAME:** CAPRI HOTEL, LLC

**TYPE OF FILING:** CONVERSION

**COST:** 25.00+ 30.00+~~125.00~~

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**AUTHORIZATION:** ABBIE/PAUL HODGE

*Abbie Hodge*

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**STATE OF FLORIDA**  
**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. 605.1045, Florida statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is: Capri Hotel, LLC.

L06000095104

2. The name of the "Converted or Other Business Entity" is: Capri Hotel, LLC.

3. The "Converted or Other Business Entity" is a Limited Liability Company, organized, formed or incorporated under the laws of the State of Delaware on August 1, 2014 and the formation document is attached.

4. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 605, F.S.

5. This conversion shall be effective in Florida on August 1, 2014.

6. The "Other Business Entity" lists the following street and mailing address of an office the Florida Department of State may send any process served on the department pursuant to 605.0117 and Chapter 48.181, F.S.: 1221 Brickell Avenue, Suite 660, Miami, Florida 33131.

7. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

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Signed this 1<sup>st</sup> day of August, 2014.

  
Name: Michael Winston  
Authorized Person

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[Signature page of State of Florida Certificate of Conversion for Florida Limited Liability  
Company into "Other Business Entity"]

**CERTIFICATE OF FORMATION  
OF  
CAPRI HOTEL, LLC**

This Certificate of Formation of Capri Hotel, LLC (the "*Company*"), dated as of August 1, 2014, is being duly executed and filed by Michael Winston, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101 *et seq.*

1.     Name. The name of the limited liability company formed hereby is Capri Hotel, LLC.

2.     Registered Office. The address of the registered office of the Company in the State of Delaware is c/o Corporation Service Company, 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle, Delaware 19808.

3.     Registered Agent. The name and address of the registered agent for service of process on the Company in the State of Delaware is Corporation Service Company, 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle, Delaware 19808.

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IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first written above.

  
Name: Michael Winston  
Title: Authorized Person

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[Delaware Certificate of Formation of Capri Hotel, LLC]