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**EXAMINER** 



CT Corporation

515 East Park Avenue Tallahassee, FL 850 222 1092 tel 850 222 7615 fáx www.ctcorporation.com

September 6, 2012

Department of State, Florida Clifton Building 2611 Executive Center Circle Tallahassee FL 32301

Re:

Order #: 8553743 SO

Customer Reference 1: 316814-100. Customer Reference 2: 316814-100.

Dear Department of State, Florida:

Please obtain the following:

Voispot, LLC (FL) Conversion Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Kenny Metayer

Fulfillment Specialist - Contractor kenny.metayer@wolterskluwer.com

Anie Bry

, , ,

## CERTIFICATE OF CONVERSION FOR VOISPOT, LLC INTO VOISPOT, INC.

This Certificate of Conversion is submitted to convert Voispot, LLC, a Florida limited liability company (the "Company"), into Voispot, Inc., a Delaware corporation in accordance with Section 608.4403 of the Florida Statutes (the "Conversion").

FIRST: The name of the Company is "Voispot, LLC." \( \int \text{O8000015935} \)

SECOND: The name of the corporation to which the Company will be converted is "Voispot, Inc.".

THIRD: Voispot, Inc. is a corporation incorporated under the laws of the State of Delaware.

FOURTH: The Company has converted into Voispot; Inc. in compliance with Chapter 608 of the Florida Statutes, and the conversion complies with the Delaware General Corporation Law.

**FIFTH:** The plan of conversion was approved by the Company in accordance with Chapter 608 of the Florida Statutes.

**SIXTH:** The conversion was effective under the Delaware General Corporation Law upon the filing of the certificate of conversion with the Secretary of State of the State of Delaware.

**SEVENTH:** The address of the principal place of business of Voispot, Inc. is One South Ocean Boulevard, Suite 324, Boca Raton, FL 33432.

**EIGHTH:** Voispot, Inc. hereby appoints the Florida Secretary of State as its agent for substitute service of process in any proceeding to enforce any obligations or rights of the Company including any appraisal rights of its members under Sections 608.4351-608.43595 of the Florida Limited Liability Company Act (the "Act").

NINTH: Voispot, Inc. hereby agrees to pay the dissenting members of the Company the amount, if any, to which they are entitled under section 608.4351-608.43595 of the Act.

[Signature Page Follows]

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SECRETARY OF STATE
TALLAHASSEF FIRE

IN WITNESS WHEREOF, the Company has caused this Certificate of Conversion to be executed and acknowledged by the authorized person set forth below on this 20day of August, 2012.

VOISPOT, LLC, a Florida limited liability company

By:

John D. Hodgeman, Member and Director

SECRETARY OF STATE

[SIGNATURE PAGE TO CERTIFICATE OF CONVERSION]