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DATE:

01-06-2011

NAME:

5499 MARKETING LLC

TYPE OF FILING: CONVERSION

COST: \$25

RETURN:

ACCOUNT: FCA00000015

AUTHORIZATION:

BBIE/PAUL MODEI

COVER LETTER

TO: Registration Section Division of Corporations		
SUBJECT: 5499 Marketing LLC		
Name of Florida Limited Liability Company		
The enclosed Certificate of Conversion and Limited Liability Company" into an "Othe s.608.4403, F.S.		
Please return all correspondence concernin	g this matter to:	
Julie McAllister		
Contact Person	·	
Kaplin Stewart		
Firm/Company		
910 Harvest Drive		
Address		
Addiese		
Blue Bell, PA 19422		
City, State and Zip Code	· · · · · · · · · · · · · · · · · · ·	
jmcallister@kaplaw.com		
E-mail address: (to be used for future annual r	eport notification)	
For further information concerning this matter, please call:		
Julie McAllister	at (610) 941-2475	
Name of Contact Person	Area Code and Daytime Telephone Number	
Enclosed is a check for the following amou	nt:	
\$25.00 Filing Fee 330.00 Filing Fee and Certificate of Status	\$55.00 Filing Fee S60.00 Filing Fee, Certified Copy, and Certificate of Status	
STREET ADDRESS:	MAILING ADDRESS:	
Registration Section	Registration Section	
Division of Corporations	Division of Corporations	
Clifton Building	P. O. Box 6327	
2661 Executive Center Circle Tallahassee, FL 32301	Tallahassee, FL 32314	

SECRETARY OF STATES

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:
5499 Marketing LLC
Enter Name of Florida Limited Liability Company
2. The name of the "Other Business Entity" is:
5499 Marketing LLC
Enter Name of "Other Business Entity"
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 Pennsylvania
(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: concurrent with the date of filing hereto

8. This conversion shall be effective in Florida on: <u>concurrent w/ the date of filing</u> . (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: 121 South Broad Street, Second Floor, Philadelphia, PA 19107		
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: 121 South Broad Street, Second Floor		
Philadelphia, PA 19107		
Mailing Address: 121 South Broad Street, Second Floor		
Philadelphia, PA 19107		
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 1st day of January , 20 11		
Signature: Must be signed by Member or Authorized Representative.		
Printed Name: Jenes Deleny Jr. Title: Manager		
Fees: Filing Fee: \$25.00 Certified Copy: \$30.00 (Optional) Certificate of Status: \$5.00 (Optional)		