

L08000038677

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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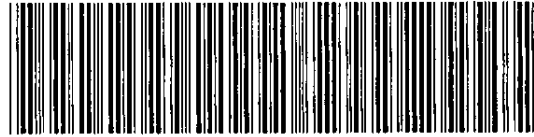
(Business Entity Name)

(Document Number)

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B. KOHR
SEP 13 2010
EXAMINER

FILED
SECRETARY OF STATE
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 505757 80371A
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 25.00

FILED
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ORDER DATE : September 10, 2010
ORDER TIME : 2:33 PM
ORDER NO. : 505757-005
CUSTOMER NO: 80371A

DOMESTIC AMENDMENT FILING

NAME: SONOMA PARTNERS, LLC

EFFECTIVE DATE:

XX CERTIFICATE OF CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 2956

EXAMINER'S INITIALS: _____

CERTIFICATE OF CONVERSION FOR
SONOMA PARTNERS, LLC, A FLORIDA LIMITED LIABILITY COMPANY
INTO
"OTHER BUSINESS ENTITY"

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 SEP 10 AM 8:35

This Certificate of Conversion is submitted to convert the following Florida limited liability company into an "Other Business Entity" in accordance with Section 608.4403, Florida Statutes.

1. The name of the Florida limited liability company converting into the "Other Business Entity" is Sonoma Partners, LLC.
2. The name of the "Other Business Entity" is Sonoma Partners DE, LLC.
3. The "Other Business Entity" is a limited liability company organized under the laws of Delaware.
4. The above referenced Florida limited liability company has converted into an "Other Business Entity" in compliance with Chapter 608, Florida Statutes 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, Florida Statutes.
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 September 10, 2010.
8. This conversion shall be effective in Florida on September 10, 2010.
9. The principal office of the "Other Business Entity" is c/o Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, DE 19808.
10. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 608.4351-608.43585, Florida Statutes.

Signed this 10th day of September, 2010.


Authorized Representative