

L08000112827

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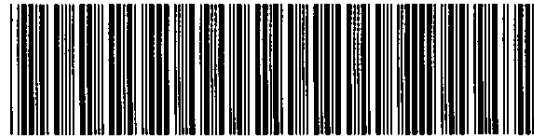
(Business Entity Name)

(Document Number)

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EXAMINER

**FLORIDA FILING & SEARCH SERVICES, INC.**

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**DATE: 12-31-08**

**NAME: TRECAP PARTNERS, LLC**

**TYPE OF FILING: CONVERSION**

**COST: \$55**

**RETURN: CERTIFIED COPY**

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**ACCOUNT: FCA0000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**



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**STATE OF FLORIDA  
CERTIFICATE OF CONVERSION  
FROM A FLORIDA LIMITED LIABILITY COMPANY TO  
A DELAWARE LIMITED LIABILITY COMPANY**

(Pursuant To Section 608.4403 of the Limited Liability Company Act)

This Certificate of Conversion (this "*Certificate*") of TRECAP Partners LLC, a Florida limited liability company, is being executed and filed to convert the entity to a Delaware limited liability company under the Florida Limited Liability Company Act (the "*Florida LLC Act*").

1. Pursuant to the provisions of the Florida LLC Act, TRECAP Partners LLC, a Florida limited liability company (the "*Florida LLC*"), has been converted to a Delaware limited liability company under the name TRECAP Partners LLC (the "*Company*"). The conversion of the Florida LLC to the Company complies with the provisions of the Delaware Limited Liability Company Act.

2. The plan of conversion by which the Florida LLC was converted to the Company was approved by the unanimous written consent of the members and the managing members of the Florida LLC in accordance with Florida LLC Act.

3. The conversion of the Florida LLC to the Company shall be effective upon the filing of this Certificate with the Secretary of State of the State of Florida.

4. The address of the principal office of the Company is 1626 Ringling Boulevard, Suite 408, Sarasota, Florida 34236.

5. The Company hereby appoints the Secretary of State of the State of Florida as its agent for service of process in a proceeding to enforce obligations of the Florida LLC, including any appraisal rights of its members under Sections 608.4351 – 608.43595 of the Florida LLC Act. The address of the Company which the Department of State of the State of Florida may use for service of process on the Company is 1626 Ringling Boulevard, Suite 408, Sarasota, Florida 34236.

6. The Company has agreed to pay any members of the Florida LLC having appraisal rights the amount to which such members are entitled under Sections 608.4351 – 608.43595 of the Florida LLC Act.

[Signature Page Follows]

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**IN WITNESS WHEREOF**, the undersigned has executed this Certificate of Conversion  
as of December 31, 2008.

**TRECAP PARTNERS LLC**

By: \_\_\_\_\_

  
Douglas A. Tibbetts,  
Managing Member