

L08000113532

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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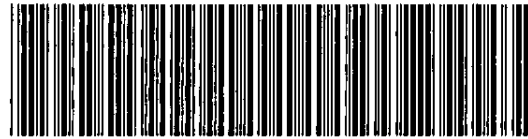
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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11 JAN 25 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

JAN 26 2011

EXAMINER

EFFECTIVE DATE

1/31/2011

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: By Smith, LLC
Name of Florida Limited Liability Company

The enclosed Certificate of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company" into an "Other Business Entity" in accordance with s.608.4403, F.S.

Please return all correspondence concerning this matter to:

Reed Williams

Contact Person

Firm/Company

1201 Magnolia Curve

Address

Montgomery, AL 36106

City, State and Zip Code

~~John~~ Smith. sinrod@gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Reed Williams

Name of Contact Person

at (334) 782-1045

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☐ \$30.00 Filing Fee
and Certificate of
Status

☒ \$55.00 Filing Fee
and Certified Copy

☐ \$60.00 Filing Fee,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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11 JAN 25 PM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION
FOR
BY SMITH, LLC, A FLORIDA LIMITED LIABILITY COMPANY,
INTO
BY SMITH, INC, A DELAWARE CORPORATION**

This Certificate of Conversion is submitted to convert By Smith, LLC, a Florida Limited Liability Company, into By Smith, Inc., a Delaware Corporation in accordance with Florida Statutes § 608.4401 and § 265 of the Delaware General Corporation Law.

1. The name of the Florida Limited Liability Company converting into a Delaware Corporation is **By Smith, LLC**.
2. The name of the Delaware Corporation is **By Smith, Inc.**
3. **By Smith, Inc.** is a Corporation incorporated under the laws of the state of Delaware.
4. **By Smith, LLC** has converted into **By Smith, Inc.** in compliance with Chapter 608 of the Florida Statutes and the conversion complies with § 265 of the Delaware General Corporation Law.
5. The plan of conversion was approved by **By Smith, LLC** in accordance with Chapter 608 of the Florida Statutes. *LO8 000113532*
6. The written consent of the sole member of **By Smith, LLC**, Smith Sinrod, was obtained pursuant to § 608.4402(2), Florida Statutes.
7. This conversion shall be effective under the laws of the state of Delaware on January 31, 2011.
8. This conversion shall be effective in Florida on January 31, 2011.
9. The principal office address of **By Smith, Inc.** is as follows:

**4380 Devereux Drive
Pensacola, FL 32504**
10. **By Smith, Inc.** 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 § 48.181, Florida Statutes.
11. The following street and mailing address may be used by the Florida Department of State for the purposes of § 48.181, Florida Statutes.

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TALLAHASSEE, FLORIDA

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EFFECTIVE DATE *1/31/2011*

4380 Devereux Drive
Pensacola, FL 32504

12. By Smith, Inc. has agreed to pay any members having appraisal rights the amount to which such members are entitled under §§ 608.4351-608.43595, Florida Statutes.

Signed this 17th day of January, 20 11

By Smith, LLC
A Florida Limited Liability Company

By: Smith Sinrod
Smith Sinrod, its Managing Member

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TALLAHASSEE, FLORIDA