

LO9000085702

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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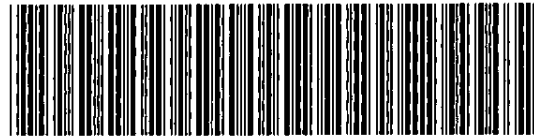
(Business Entity Name)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
TALLAHASSEE, FLORIDA

11 AUG 24 PM 4:38
11 AUG 24 PM 12:13

N. Culligan AUG 25 2011

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: Kim Weidenbach

DATE: 08/24/11

REF. #: 000409.153282

CORP. NAME: PENINSULA PROPERTY HOLDINGS II, LLC (FL) converting into: PENINSULA PROPERTY HOLDINGS II, LLC (DE)

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input checked="" type="checkbox"/> OTHER: CERTIFICATE OF CONVERSION | | |

STATE FEES PREPAID WITH CHECK# 541226 **FOR \$** 55.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ **COST LIMIT: \$** _____

PLEASE RETURN:

- | | | |
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| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

CERTIFICATE OF CONVERSION

FOR

PENINSULA PROPERTY HOLDINGS II, LLC
a Florida Limited Liability Company

INTO

PENINSULA PROPERTY HOLDINGS II, LLC,
a Delaware Limited Liability Company

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion is submitted to convert **PENINSULA PROPERTY HOLDINGS II, LLC**, a Florida limited liability company, into **PENINSULA PROPERTY HOLDINGS II, LLC**, a Delaware limited liability company (the "Other Business Entity"), in accordance with Section 608.4403 of the Florida Limited Liability Company Act.

1. The name of the Florida limited liability company converting into the Other Business Entity is **PENINSULA PROPERTY HOLDINGS II, LLC** ("PPH II").

2. The name of the Other Business Entity is **PENINSULA PROPERTY HOLDINGS II, LLC** (the "Company").

3. The Company is a limited liability company organized under the laws of the State of Delaware.

4. PPH II has converted into the Company in compliance with Chapter 608, Florida Statutes, and the conversion complies with the applicable law governing the Company.

5. The plan of conversion was approved by PPH II in accordance with Chapter 608, Florida Statutes.

6. The conversion was effective under the laws of Delaware on 08/24/11.

7. The conversion shall become effective in Florida on 08/24/11.

8. The principal office address of the Company is 5301 Blue Lagoon Drive, Suite 200, Miami, Florida 33126.

9. The Company has agreed to pay any member having appraisal rights the amount to which such member is entitled pursuant to Sections 608.4351 – 608.43595, Florida Statutes.

Signed this 23rd day of August, 2011.

**PENINSULA PROPERTY HOLDINGS II,
LLC, a Florida limited liability company**

By: 

Name: BRIAN V. SKILLE

Title: Manager

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA