

L10000043990

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies 1

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500248956045

07/09/13--01001--013 \*\*55.00

FILED  
13 JUL -8 PM 4:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
DEPARTMENT OF STATE  
13 JUL -8 PM 3:50

Conversion  
7-9-13  
DC

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

**FILING COVER SHEET**  
**ACCT. #FCA-23**

**CONTACT:** RICKY SOTO

**DATE:** 07/08/2013

**REF. #:** 8825383

**CORP. NAME:** OUT THERE CAROUSEL LLC

- |   |   |  |
|---|---|--|
| <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 checked="" type="checkbox"/> CERTIFICATE OF CONVERSION |   |  |
| <input type="checkbox"/> OTHER:                               |   |  |

**STATE FEES PREPAID WITH CHECK# 70004567 FOR \$ 55.00**

**AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:**

\_\_\_\_\_ **COST LIMIT: \$** \_\_\_\_\_

**PLEASE RETURN:**

- |  |   |   |
|--|---|---|
| <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

**STATE OF FLORIDA  
CERTIFICATE OF CONVERSION  
FOR THE CONVERSION OF A  
FLORIDA LIMITED LIABILITY COMPANY  
INTO A DELAWARE LIMITED LIABILITY COMPANY**

**FILED**  
13 JUL -8 PM 4:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Certificate of Conversion is submitted with respect to the conversion of **CAROUSEL LLC**, a Florida limited liability company (the "Florida LLC"), into **OUT THERE CAROUSEL, LLC**, a Delaware limited liability company (the "Delaware LLC"), in accordance with Section 608.4403, Florida Statutes.

1. The Florida LLC has been converted into the Delaware LLC in compliance with Chapter 608, Florida Statutes, and the conversion complies with the laws of the State of Delaware.

2. The plan of conversion was approved by the Florida LLC in accordance with Chapter 608, Florida Statutes.

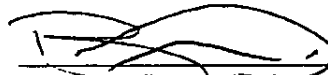
3. The effective date of the conversion shall be the date upon which a certificate of conversion is filed with the Delaware Secretary of State.

4. The address of the principal office of the Delaware LLC under the laws of the State of Delaware is 7001 International Drive, Orlando, Florida 32819.

5. If the Delaware LLC is not authorized to transact business in the State of Florida, then it appoints the Florida Secretary of State 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 Statutes, and the Florida Department of State may use the following street and mailing address for purposes of Section 48.181, Florida Statutes: 7001 International Drive, Orlando, Florida 32819.

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

Executed on this 31 day of May, 2013.



Brian Mirfin, Authorized Representative of a  
Member