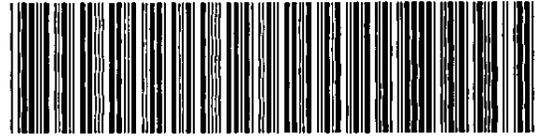


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01/25/14--01001--005 \*\*175.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

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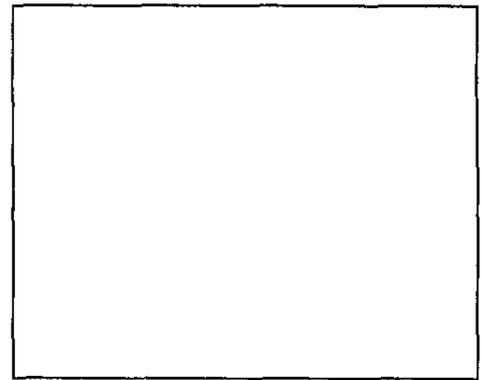
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DEPARTMENT OF STATE  
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2014 JAN 28 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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JAN 20 2014  
TAMMPTON

FLORIDA RESEARCH & FILING SERVICES, INC.  
1211 CIRCLE DRIVE  
TALLAHASSEE, FL 32301  
PHONE (850)364-8000



OFFICE USE ONLY

WALK-IN

ENTITY NAME:

FLORIDA RETAIL SPECIALISTS, LLC

CK# 6311 FOR \$175.00 (\$25.00 for this filing)

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

CERTIFIED COPY

STAMPED COPY

CERTIFICATE OF STATUS

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 27, 2014

FLORIDA RESEARCH & FILING SERVICES INC

SUBJECT: FLORIDA RETAIL SPECIALISTS, LLC  
Ref. Number: L10000050074

10  
SUFFERNBY DE FILING

2014 JAN 28 PM 2:02

RECEIVED  
CORPORATION DIVISION  
JAN 28 2014

We have received your document for FLORIDA RETAIL SPECIALISTS, LLC and your check(s) totaling \$175.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filings its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

The Certificate of Conversion must state the effective date of the conversion. The effective date cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date of the conversion under the laws governing the other business entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Tammy Hampton  
Regulatory Specialist III

Letter Number: 714A00001738

RE-SUBMITTING  
W/ CORRECTIONS

**Articles of Conversion**  
For  
**Florida Limited Liability Company**  
Into  
**"Converted or Other Business Entity"**

This Certificate of Conversion is submitted to convert the following **Florida Limited Liability Company into an "Other Business Entity"** in accordance with s. 605.1045, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

Florida Retail Specialists, LLC

L10000050074

Enter Name of Florida Limited Liability Company

2. The name of the "Converted or Other Business Entity" is:

Florida Retail Specialists, LLC

Enter Name of "Converted or Other Business Entity"

3. The "Converted or Other Business Entity" is a Limited Liability Company  
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of Delaware  
(Enter state, or if a non-U.S. entity, the name of the country)

on 01/24/2014  
(Date of organization, formation or incorporation)

and the formation document is attached (if applicable).

4. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 605, F.S.

5. This conversion shall be effective in Florida on: January 28, 2014  
(The effective date: 1) cannot be prior to, nor more than 90 days after, the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date of the conversion under the laws governing the "Other Business Entity.")

2014 JAN 28 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

6. If the "Converted or Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Converted or Other Business Entity":

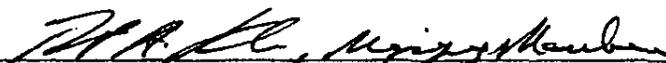
a.) Lists the following street and mailing address of an office the Florida Department of State may send and process served on the department pursuant to 605.0117 and Chapter 48.

Street Address: 2345 West Sand Lake Rd., Ste. 100  
Orlando, FL 32809

Mailing Address: 2345 West Sand Lake Rd., Ste. 100  
Orlando, FL 32809

7. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 23rd day of January, 2014

Signature:   
Must be signed by a Member or Authorized Representative

Printed Name: Robert A. Koplus Title: Managing Member

**Fees:** Filing Fee: \$25.00  
Certified Copy: \$30.00 (Optional)  
Certificate of Status: \$5.00 (Optional)

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2014 JAN 28 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA