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TALLAHASSEE, FLORIDA

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

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ACCT. #FCA-14

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CONTACT: KATIE WONSCH

DATE: 11/02/2011

REF. #: 000409.156619

CORP. NAME: PAB COMMERCIAL HOLDINGS 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 type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input checked="" type="checkbox"/> OTHER: CONVERSION | | |

STATE FEES PREPAID WITH CHECK# 542054 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

**CERTIFICATE OF CONVERSION
FOR
PAB COMMERCIAL HOLDINGS LLC,
a Florida Limited Liability Company
INTO
PAB COMMERCIAL HOLDINGS LLC,
a Delaware Limited Liability Company**


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This Certificate of Conversion is submitted to convert **PAB COMMERCIAL HOLDINGS LLC**, a Florida limited liability company, into **PAB COMMERCIAL HOLDINGS 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 **PAB COMMERCIAL HOLDINGS LLC** ("PCH").
2. The name of the Other Business Entity is **PAB COMMERCIAL HOLDINGS LLC** (the "Company").
3. The Company is a limited liability company organized under the laws of the State of Delaware.
4. PCH 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 PCH in accordance with Chapter 608, Florida Statutes.
6. The conversion was effective under the laws of Delaware on October 31, 2011.
7. The conversion shall become effective in Florida on October 31, 2011.
8. The principal office address of the Company is 2325 Vanderbilt Beach Road, Naples, Florida 34109.
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 28th day of October, 2011.

PAB COMMERCIAL HOLDINGS LLC, a
Florida limited liability company

By: 
Name: Brian Van Slyke
Title: President