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### CORPORATE ACCESS,

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INC.

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1

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## CERTIFICATE OF CONVERSION FOR OTHER BUSINESS ENTITY INTO A FLORIDA LIMITED LIABILITY COMPANY

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida limited liability company in accordance with Section 608.439, Florida Statutes.

- 1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is United Logistics of America, Inc., a Delaware corporation.
- 2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Delaware on February 22, 2001.
- 3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is: **United Logistics of America, LLC.**
- 4. The conversion is permitted by the applicable laws governing the Other Business Entity and the conversion complies with such laws and the requirements of Section 608.439, Florida Statutes.
- 5. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion on the /8 day of February, 2011.

UNITED LOGISTICS OF AMERICA,

INC., a Delaware corporation

Douglas M. Corp,

Chief Executive Officer

UNITED LOGISTICS OF AMERICA,

LLC., a Florida limited liability company

By: Douglas/M. Corp, Member or

Authorized Representative of a Member



### ARTICLES OF ORGANIZATION OF UNITED LOGISTICS OF AMERICA, LLC

#### ARTICLE I - NAME

The name of this limited liability company is United Logistics of America, LLC (the "Company").

#### **ARTICLE II - PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Company is 1101 Cornwall Road, Sanford, Florida 32773.

#### ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 1101 Cornwall Road, Sanford, Florida 32773, and the name of the initial registered agent of the Company at that address is Douglas M. Corp.

#### <u>ARTICLE IV – MANAGEMENT</u>

The Company is member-managed and the initial managing members of the Company are Douglas M. Corp and William T. Corp, Jr.

Douglas M. Corp, Member or Authorized

Representative of a Member

#### **ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Douglas M. Corp