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CORPDIRECT AGENTS, INC. (formerly CCRS) 515 EAST PARK AVENUE TALLAHASSEE, FL' 32301 222-1173 FILE FIRS FILING COVER SHEET ACCT. #FCA-14 **CONTACT: KATIE WONSCH** DATE: 01/19/2012 **REF. #:** RA4164.160187 CORP. NAME: PAB 1<sup>ST</sup> PETROLEUM LLC ( ) ARTICLES OF DISSOLUTION ( ) ARTICLES OF INCORPORATION ( ) ARTICLES OF AMENDMENT ( ) ANNUAL REPORT ( ) TRADEMARK/SERVICE MARK ( ) FICTITIOUS NAME ( ) FOREIGN QUALIFICATION ( ) LIMITED PARTNERSHIP ( ) LIMITED LIABILITY ( ) WITHDRAWAL ( ) REINSTATEMENT ( ) MERGER ( XX ) CERTIFICATE OF CONVERSION ( ) OTHER: STATE FEES PREPAID WITH CHECK# 543018 **AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:** COST LIMIT: \$\_\_

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Examiner's Initials

## CERTIFICATE OF CONVERSION FOR

### PAB 1ST PETROLEUM LLC, a Florida Limited Liability Company

#### INTO

#### PAB 1ST PETROLEUM LLC, a Delaware Limited Liability Company



This Certificate of Conversion is submitted to convert PAB 1ST PETROLEUM LLC, a Florida limited liability company, into PAB 1ST PETROLEUM 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 1ST PETROLEUM LLC ("P1ST").
- 2. The name of the Other Business Entity is PAB 1ST PETROLEUM LLC (the "Company").
- The Company is a limited liability company organized under the laws of the State of Delaware.
- 4. PIST 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 P1ST in accordance with Chapter 608, Florida Statutes.
  - 6. The conversion was effective under the laws of Delaware on January 13, 2,012.
  - 7. The conversion shall become effective in Florida on January 13, 2012.
- 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 11th day of January, 2012

PAB 1ST PETROLEUM LLC, a Florida limited

liability company

Name:\_\_

Title: