# L11000083306

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### FLORIDA DEPARTMENT OF STATE Division of Corporations

August 21, 2017

CT CORP

SUBJECT: SAMI MNAYMNEH 1997/2011 TRUST FBO DALIA, LLC Ref. Number: L11000083306

We have received your document for SAMI MNAYMNEH 1997/2011 TRUST FBO DALIA, LLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pleas remove Secretary of State from line 6 as Service of Process.

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

Octavia L Simmons Regulatory Specialist II

Letter Number: 217A00017081



We have received your document for SAMI MNAYMNEH 1997/2011 TRUST FBO DALIA, LLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please use attached form as a guideline for during a conversion. The service to process address is missing from your form.

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

Octavia L Simmons Regulatory Specialist II

Letter Number: 117A00016857

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# **CT CORP**

3458 Lakeshore Drive, Tallahassee, FL 32312

850-656-4724

850-508-1891 (cell)

Date:

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Thank you!

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### ARTICLES OF CONVERSION

### FOR

## SAMI MNAYMNEH 1997/2011 TRUST FBO DALIA, LLC A FLORIDA LIMITED LIABILITY COMPANY,

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### INTO

### MD 1997 TRUST, LLC

### A DELAWARE LIMITED LIABILITY COMPANY

The undersigned, being duly authorized, on behalf of SAMI MNAYMNEH 1997/2011 TRUST FBO DALIA, LLC, a Florida limited liability company (the "<u>Converting Entity</u>"), and for the purpose of converting the Converting Entity from a Florida limited liability company into a Delaware limited liability company pursuant to § 605.1045 of the Florida Revised Limited Liability Company Act (the "<u>FLLCA</u>"), certifies that:

1. The name of the Converting Entity immediately prior to the filing of this Articles of Conversion was SAMI MNAYMNEH 1997/2011 TRUST FBO DALIA, LLC.

2. The Converting Entity is a Florida limited liability company, formed under the laws of the State of Florida on July 19, 2011 and assigned Document Number L11000083306.

3. The name of the limited liability company as set forth in the Certificate of Formation, in accordance with the Delaware Limited Liability Company Act is **MD 1997 Trust, LLC**, a Delaware limited liability company (the "<u>Resulting Entity</u>").

4. The above referenced Florida limited liability company has converted into a Delaware limited liability company in accordance with Chapter 605 of the Florida Statutes, and the conversion complies with Chapter 18 of the Delaware Statutes governing limited liability companies.

5. The Agreement and Plan of Conversion was approved in accordance with §§ 605.1041 – 605.1046 of the FLLCA.

6. The Resulting Entity hereby appoints CT Corporation System, 1200 South Pine Island Road, Plantation, FL 33324 as its agent for service of process in a proceeding to enforce obligations of the Converting Entity. For purposes of § 605.0117 and Chapter 48, the Department of State may contact the Resulting Entity at c/o CT Corporation System, 1200 South Pine Island Road, Plantation, FL 33324.

7. The Resulting Entity has agreed to pay any members having appraisal rights the amount to which they are entitled under § 605.1006 and §§ 605.1061 - 605.1072 of the FLLCA.

8. The effective date of the conversion shall be the date of the filing of these Articles of Conversion with the Department of State of the State of Florida.

[Signature page follows]

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IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Conversion, on behalf of the Converting Entity, as of this  $\frac{1}{2}$  day of July, 2017.

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SAMI MNAYMNEH 1997/2011 TRUST FBO DALIA, LL¢ By:\_

Name: Sahar Elhabashi Title: Manager

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[Signature Page to Sami Mnaymneh 1997/2011 Trust FBO Dalia, LLC – FL Articles of Conversion]