

L12000152516

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

Certified Copies _____

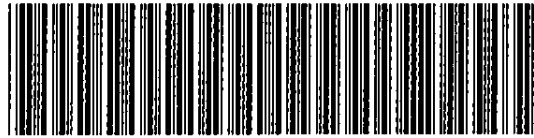
Certificates of Status _____

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RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2012 DEC -5 PM 3:57
TALLAHASSEE, FLORIDA
SUFFICIENT FILING

FILED
12 DEC -5 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: KATIE WONSCH

DATE: 12/05/2012

REF. #: 002849.177126

CORP. NAME: DELUXE FREIGHT, INC. into DELUXE FREIGHT, 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 checked="" type="checkbox"/> CERTIFICATE OF CONVERSION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 102288 FOR \$ 150.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|--|
| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

**CERTIFICATE OF CONVERSION
FOR
DELUXE FREIGHT, INC.
INTO
DELUXE FREIGHT, LLC**

This Certificate of Conversion and attached Articles of Organization are submitted to convert Deluxe Freight, Inc., a Florida corporation (the "**Corporation**"), into a Florida limited liability company in accordance with §§607.1113 and 608.439 of the Florida Statutes.

1. The name of the Corporation immediately prior to filing this Certificate of Conversion is:

DELUXE FREIGHT, INC.

2. The Corporation is a corporation first incorporated under the laws of the State of Florida on March 25, 1996 and its Florida Document Number is: P96000025893.

3. The name of the Limited Liability Company set forth in the attached Articles of Organization is:

DELUXE FREIGHT, LLC

4. The effective date of filing for this Certificate of Conversion and the accompanying Articles of Organization shall be as of the date of filing.

5. The Corporation has converted into a Florida limited liability company in accordance with Chapter 607 of the Florida Statutes, and the conversion complies with Chapter 608 of the Florida Statutes, governing limited liability companies.

[Signatures on the following page]

FILED
12 DEC -5 AM 11:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Conversion as of this 3rd day of December, 2012.

DELUXE FREIGHT, INC.

By: 

Name: Jorge L. Martinez, III

Title: Vice President, Legal and Secretary

DELUXE FREIGHT, LLC

By: 

Name: Jorge L. Martinez, III

Title: Vice President, Legal and Secretary

**ARTICLES OF ORGANIZATION
OF
DELUXE FREIGHT, LLC**

ARTICLE I. Name: The name of the Limited Liability Company is DELUXE FREIGHT, LLC (the "Company").

ARTICLE II. Address: The mailing address of the principal office of the Company is 5 East 11th Street, Riviera Beach, FL 33404. The street address of the principal office of the Company is 5 East 11th Street, Riviera Beach, FL 33404.

ARTICLE III. Registered Agent, Registered Office & Registered Agent's Signature: The name and the Florida street address of the Company's registered agent are:

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

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 in Chapter 608, Florida Statutes.

CT Corporation System

By: Connie Bryan **Connie Bryan**
Assistant Secretary

ARTICLE IV. Management: The Company is to be managed by one or more members and is, therefore, a member-managed company. The name and address of the initial member is:

Tropical Shipping and Construction Company Limited
5 East 11th Street
Riviera Beach, Florida 33404

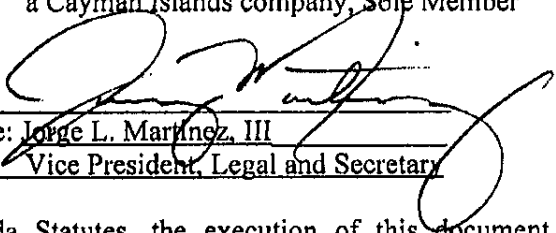
[Signature on following page]

FILED
12 DEC -5 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
this 3rd day of December, 2012.

DELUXE FREIGHT, LLC

By: TROPICAL SHIPPING AND
CONSTRUCTION COMPANY LIMITED,
a Cayman Islands company, Sole Member

By: 
Name: Jorge L. Martinez, III
Title: Vice President, Legal and Secretary

(In accordance with section 608.408(3), Florida Statutes, the execution of this document
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)