

L13000000159

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

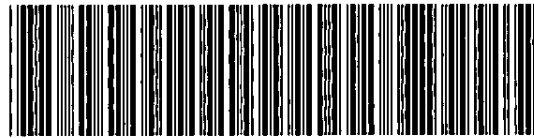
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1/2/13

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: PRANA RESEARCH, LLC

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Melissa

(Contact Person)

ISL

(Firm/Company)

(Address)

Tallahassee, FL 32301

(City, State and Zip Code)

canderson@shutts.com

E-mail address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Melissa

at () 656-7956

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| ☒ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) | ☐ \$155.00 Filing Fees
and Certificate of
Status | ☐ \$180.00 Filing Fees
and Certified Copy | ☐ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status |
|--|---|---|--|

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**CERTIFICATE OF CONVERSION
FOR
OTHER BUSINESS ENTITY
INTO
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 PRANA RESEARCH, LLC.
2. The "Other Business Entity" is a limited liability company organized under New York law on August 21, 2002.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is PRANA RESEARCH, 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, in effecting the conversion.
5. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently formed.

[INTENTIONALLY LEFT BLANK]

FILED
12 DEC 31 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Executed this 31st day of December, 2012.

Each of the undersigned affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

A handwritten signature in black ink, appearing to read "Peter Lagónowicz", is written over a horizontal line.

Peter Lagónowicz, Authorized Representative

**ARTICLES OF ORGANIZATION OF
PRANA RESEARCH, LLC**

ARTICLE I

Name

The name of the Limited Liability Company (the "Company") is:

PRANA RESEARCH, LLC

ARTICLE II

Address

The mailing address and principal office address of the Company is:

201 South Biscayne Boulevard
Suite 1500 (PAL)
Miami, Florida 33131

ARTICLE III

Registered Agent and Registered Office

The name and the Florida street address of the registered agent are:

Corporation Company of Miami
201 South Biscayne Boulevard
Suite 1500 (PAL)
Miami, Florida 33131

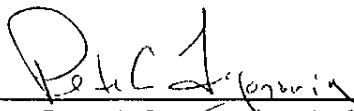
ARTICLE IV

Management

The management of the Company shall be as provided in the Company's Operating Rules.

Date: December 31, 2012

By: _____


Peter A. Lagonowicz, Authorized Representative

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 608, F.S.

CORPORATION COMPANY OF MIAMI

By: _____

Cavell J. Anderson, Assistant Secretary