

# L13000048419

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)



PICK-UP



WAIT



MAIL

(Business Entity Name)

(Document Number)

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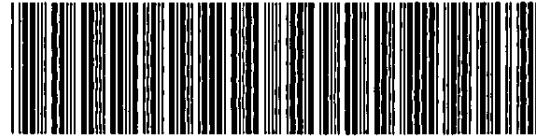
Certificates of Status \_\_\_\_\_

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A. LUNT

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**Wolters Kluwer**  
Corporate Legal Services

**CT Corporation**

515 East Park Avenue  
Tallahassee, FL 32301

850 222 1092 tel  
850 222 7615 fax  
www.ctcorporation.com

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DIVISION OF CORPORATIONS  
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TO ACKNOWLEDGE  
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May 13, 2013

Department of State, Florida  
Clifton Building  
2611 Executive Center Circle  
Tallahassee FL 32301

**\*RE-SUBMIT\***  
Please retain original filing  
date of submission

Re: Order #: 8765506 SO  
Customer Reference 1: 37843.0001  
Customer Reference 2: NONE

Dear Department of State, Florida:

Please obtain the following:

OPTIMUS ELEMENT LLC (FL)  
Conversion  
Florida

OPTIMUS ELEMENT LLC (DE)  
Registration  
Florida

OPTIMUS ELEMENT LLC (FL)  
Obtain Document - Misc - Certified copy of Conversion  
Florida

OPTIMUS ELEMENT LLC (DE)  
Cert Copy of Application for Authority-Foreign  
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Connie Bryan  
Assistant Secretary

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TALLAHASSEE, FLORIDA  
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 14, 2013

CT CORPORATION  
515 EAST PARK AVE.  
TALLAHASSEE, FL 32301

SUBJECT: OPTIMUS ELEMENT LLC  
Ref. Number: W13000028187

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2013 MAY 13 AM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for OPTIMUS ELEMENT LLC and your check(s) totaling \$185.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The certificate of conversion must have a signature on behalf of the converting entity and the resulting entity. The certificate of conversion and the foreign qualification must be filed separately.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt  
Regulatory Specialist II

Letter Number: 113A00011955

**\*RE-SUBMIT\***

Please retain original filing  
date of submission 5/13

[www.sunbiz.org](http://www.sunbiz.org)

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

This Certificate of Conversion is submitted to convert the following Florida Limited Liability Company into an "Other Business Entity" in accordance with Section 608.440, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is OPTIMUS ELEMENT LLC.
2. The name of the "Other Business Entity" is OPTIMUS ELEMENT LLC.
3. The "Other Business Entity" is a limited liability company organized under the laws of the State of Delaware.
4. The above-referenced Florida Limited Liability Company has converted into an "Other Business Entity" in compliance with Chapter 608, Florida Statutes, and the conversion complies with the statute or applicable law governing the "Other Business Entity."
5. A Plan of Conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 608, Florida Statutes.
6. This conversion was effective under the laws governing the "Other Business Entity" on May 9, 2013.
7. This conversion shall be effective in Florida upon the filing of this Certificate of Conversion.
8. The principal office address of the "Other Business Entity" under Florida law is as follows:  
  
201 South Biscayne Boulevard  
Suite 1600 (FER)  
Miami, Florida 33131
9. The "Other Business Entity" appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida Limited Liability Company, including any appraisal rights of its members under Sections 608.4351-608.43595, Florida Statutes.

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TALLAHASSEE, FLORIDA

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10. For purposes of Section 48.181, Florida Statutes, the following is the street and mailing address of an office the Florida Department of State may use:

201 South Biscayne Boulevard  
Suite 1600 (FER)  
Miami, Florida 33131

11. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount of which such members are entitled under Sections 608.4351 - 608.43595, Florida Statutes.

(Signature Page Follows)

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the 9<sup>th</sup> day of May, 2013.

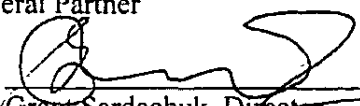
**OPTIMUS ELEMENT LLC,**  
a Florida limited liability company

By: **OPTIMUS US REAL ESTATE LLC,**  
an Arizona limited liability company

By: **Optimus US Real Estate (Canada) LP,**  
an Alberta, Canada limited partnership,  
its sole member

By: **Optimus US Real Estate Partners Ltd.,**  
an Alberta, Canada limited partnership,  
its General Partner

By:

  
Grant Sardachuk, Director

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TALLAHASSEE, FLORIDA

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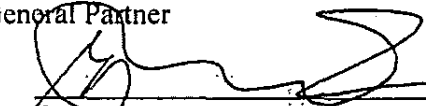
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an Arizona limited liability company

By: **Optimus US Real Estate (Canada) LP,**  
an Alberta, Canada limited partnership,  
its sole member

By: **Optimus US Real Estate Partners Ltd.,**  
an Alberta, Canada limited partnership,  
its General Partner

By:

  
Grant Sardachuk, Director