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Thank you!

**ARTICLES OF CONVERSION  
FOR  
BERTA B.B.B. OUTPARCEL, LLC  
a Florida Limited Liability Company  
INTO  
BERTA B.B.B. OUTPARCEL, LLC  
a Delaware Limited Liability Company**

This Articles of Conversion is submitted to convert **BERTA B.B.B. OUTPARCEL, LLC**, a Florida limited liability company, into **BERTA B.B.B. OUTPARCEL, LLC**, a Delaware limited liability company (the "**Other Business Entity**"), in accordance with Section 605.1045, of the Florida Revised Limited Liability Company Act.

1. The name of the Florida limited liability company converting into the Other Business Entity is **BERTA B.B.B. OUTPARCEL, LLC** (the "**Company**").
2. The name of the Other Business Entity is **BERTA B.B.B. OUTPARCEL, LLC**.
3. The Other Business Entity is a limited liability company organized under the laws of the State of Delaware on February 28, 2017.
4. The plan of conversion was approved by the Company in accordance with Chapter 605, F.S.
5. This conversion shall be effective in Florida on February 28, 2017.
6. The Other Business Entity is an out-of state entity not registered to transact business in Florida, the Other Business Entity's principal office and mailing address of an office the Florida Department of State may send any process served on the department pursuant to 605.0117 and Chapter 48 is as follows: ATTN: Michael Kanoff, 3500 Flamingo Drive, Miami Beach, FL 33140.
7. The Other Business Entity has agreed to pay any members having appraisal rights the amount to which such members are entitled pursuant to Sections 605.1006 and 605.1061 – 605.1072, Florida Statutes.

Signed this 28<sup>th</sup> day of February, 2017.

**BERTA B.B.B. OUTPARCEL, LLC**, a Florida limited liability company

By: \_\_\_\_\_

Michael Kanoff, Manager

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