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SUNSHINE CORPORATE

3458 Lakeshore Drive, Tallahassee, FL 32312 850-656-4724 850-508-1891 (cell)

Name:	ASSURANCE	MEZZAN	INE FUND
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Thank you!

Articles of Conversion

For

Florida Limited Liability Company

Into

"Converted or Other Business Entity"

The Articles of Conversion is submitted to convert the following Florida Limited Liability Company into an "Other Business Entity" in accordance with s. 605.1045, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

ASSURANCE MEZZANINE FUND III GP, LLC

Enter Name of Florida Limited Liability Company

2. The name of the "Converted or Other Business Entity" is:

ASSURANCE MEZZANINE FUND III GP, LLC

Enter Name of "Converted or Other Business Entity"

3. The "Converted or Other Business Entity" is a limited liability company

(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of <u>Delaware</u>

(Enter state, or if a non-U.S. entity, the name of the country)

on March 2, 2017

(Date of organization, formation or incorporation)

and the formation document is attached (if applicable).

- 4. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 605, F.S.
- 5. This conversion shall be effective in Florida on: March 2, 2017

 (The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date of the conversion under the laws governing the "Other Business Entity.")

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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- 6. If the "Converted or Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Converted or Other Business Entity":
 - a.) Lists the following street and mailing address of an office the Florida Department of State may send and process served on the department pursuant to 605.0117 and Chapter 48.

Street Address:	12605 Cha	llenger Pkwy, #130B	
	Orlando, Fl	. 32826	
Mailing Address:	12605 Chal	lenger Pkwy, #130B	
	Orlando, FI	_ 32826	
	the amount to	iness Entity" has agreed to pay a which such members are entitle	
Signed this	da	y of March	. 20_17
Signature:	XW	Ell	
	Must be	signed by a Member or Authorized Re	
Printed Name: Ser	h D. Ellis	Title: Manager and Au	athorized Representative
Fees: Filing Fee: Certified Co Certificate o		\$25.00 \$30.00 (Optional) \$5.00 (Optional)	
		Page 2 of 2	HAR -2 A RETARY OF S ARASSEE. FL