

110600003632

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FILED

2013 FEB - 7 PM 1:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB - 8 2013
T CLINE

1106-3632



Date: February 6, 2013
Subject: Carollo Systems, LLC
Project No.: 75.09 SYS
Copies To: file

10540 Talbert Avenue, Suite 200 East
Fountain Valley, California 92708
P. 714.593.5100
F. 714.593.5183

TRANSMITTAL

ADDRESS Florida Department of State
Clifton Building, 2661 Executive Center Circle
Tallahassee, FL 32301

ATTENTION Registration Section, Division of Corporations

THE FOLLOWING ITEMS ARE:

☐ REQUESTED ☐ REPORT ☐ COST ESTIMATE ☐ CALCULATION
☒ ENCLOSED ☐ TEST RESULT ☐ CHECK PRINT ☒ OTHER
☐ SENT SEPARATELY ☐ SPECIFICATION ☐ PROGRESS EST.

VIA: Overnight Delivery

NO. OF COPIES	DESCRIPTION
1	Florida Registration Section, Division of Corporations Cover Letter
1	Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida
1	Carollo Systems' Check No. 1000335 for \$30.00 (\$25 filing fee & \$5 Certificate of Status)
1	Certified copy of Certificate of Conversion for Carollo Systems, LLC from Delaware Secretary of State, dated 12/03/2013 (See note below.)

THESE DATA ARE SUBMITTED:

☐ AT YOUR REQUEST ☐ FOR YOUR REVIEW ☐ FOR YOUR FILES
☒ FOR YOUR APPROVAL ☐ FOR YOUR ACTION ☐ FOR YOUR INFORMATION

GENERAL REMARKS

Carollo Systems, LLC was an Arizona domiciled LLC. It has now been converted to a Delaware LLC. Please note: The Delaware Secretary of State does not issue original certificates, just certified copies. On the bottom left of the certified copy is information about how you may verify the certificate online. Please let me know if you have any questions. Thank you.

Sincerely,

CAROLLO ENGINEERS, INC.

Leanne Hendricks
Leanne Hendricks

lgh

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Carollo Systems, LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Leanne Hendricks

Name of Person

Carollo Engineers, Inc.

Firm/Company

10540 Talbert Avenue, #200E

Address

Fountain Valley, CA 92708

City/State and Zip Code

driche@carollo.com

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

For further information concerning this matter, please call:

Leanne Hendricks at (714) 593-5232
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- ☐ \$25 Filing Fee ☒ \$30 Filing Fee & Certificate of Status ☐ \$55 Filing Fee & Certified Copy ☐ \$60 Filing Fee, Certificate of Status & Certified Copy

2013 FEB -7 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Carollo Systems, LLC
2. Jurisdiction of its organization: Arizona
3. Date authorized to do business in Florida: 06/22/2006

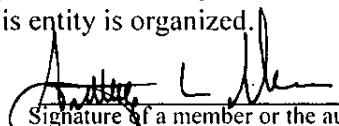
SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? _____
5. New name of the limited liability company: _____
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration: _____
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: Delaware
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of a member or the authorized representative of a member

Anthony L. Morroni

Typed or printed name of signer

Filing Fee: \$25.00

2013 FEB -7 AM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Delaware

PAGE 1

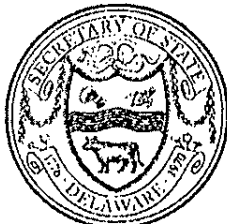
The First State

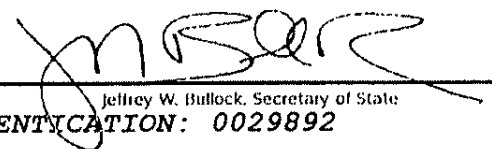
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF AN ARIZONA LIMITED LIABILITY COMPANY UNDER THE NAME OF "CAROLLO SYSTEMS, LLC" TO A DELAWARE LIMITED LIABILITY COMPANY, FILED IN THIS OFFICE ON THE THIRD DAY OF DECEMBER, A.D. 2012, AT 2:11 O'CLOCK P.M.

5251583 8100V

121287006

You may verify this certificate online
at corp.delaware.gov/authvor.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0029892

DATE: 12-03-12

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:11 PM 12/03/2012
FILED 02:11 PM 12/03/2012
SRV 121287006 - 5251583 FILE

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO
A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Non-Delaware Limited Liability Company first formed is Arizona.
- 2.) The jurisdiction immediately prior to filing this Certificate is Arizona.
- 3.) The date the Non-Delaware Limited Liability Company first formed is January 13, 2006.
- 4.) The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is Carollo Systems, LLC.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Carollo Systems, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the
3 day of DECEMBER, A.D. 2012.

By: 
Authorized Person

Name: Anthony L. Morroni
Print or Type