

P01000005414

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

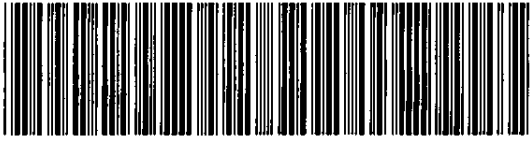
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. BRYAN
APR -1 2010
EXAMINER



March 26, 2010

Via Express Delivery

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

Re: Certificate of Conversion

Dear Sir or Madam:

Enclosed please find an original and one copy of a fully executed Certificate of Conversion for Efacec USA, Inc., a Florida Corporation to convert to a Georgia corporation, cover letter and a check made payable to the "Florida Secretary of State" in the amount of \$52.50 representing the requisite filing fee for the enclosed. Once you are in receipt of the enclosed, kindly file and forward a record of said filing and the Certificate of Status to my attention at 2755 Northwoods Parkway, Norcross, Georgia 30071 using the enclosed self addressed stamped envelope.

Thank you in advance for your time and consideration with regards to the foregoing. Should you have any questions or concerns please do not hesitate to contact me by phone at 770-409-4248.

Sincerely,

EFACEC USA, INC.

A handwritten signature in black ink, appearing to read 'R. Sommers', written over a horizontal line.

Robert M. Sommers
Counsel, U.S. Operations

RMS:rms
Encl.
cc: Jorge Guerra

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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Efacec USA, Inc.
Name of Florida Profit Corporation

The enclosed Certificate of Conversion and fee(s) are submitted to convert a Florida Profit Corporation into an "Other Business Entity" in accordance with s. 607.1113, F.S.

Please return all correspondence concerning this matter to:

Robert M. Sommers
Contact Person

Efacec USA, Inc.
Firm/Company

2755 Northwoods Parkway
Address

Norcross, Georgia 30071
City, State and Zip Code

robert.sommers@efacecusa.com
E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Robert M. Sommers at (770) 409-4248
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee and Certificate of Status
- \$43.75 Filing Fee and Certified Copy
- \$52.50 Filing Fee, 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
Florida Profit Corporation
Into
"Other Business Entity"

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TALLAHASSEE, FLORIDA

This Certificate of Conversion is submitted to convert the following **Florida Profit Corporation into an "Other Business Entity"** in accordance with s. 607.1113, Florida Statutes.

1. The name of the Florida Profit Corporation converting into the "Other Business Entity" is:

Efacec USA, Inc. #P01000005414
Enter Name of Florida Profit Corporation

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

Efacec USA, Inc.
Enter Name of "Other Business Entity"

3. The "Other Business Entity" is a For profit Corporation
(Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of Georgia.
(Enter state, or if a non-U.S. entity, the name of the country)

4. The above referenced Florida Profit Corporation has converted into an "Other Business Entity" in compliance with Chapter 607, F.S., and the conversion complies with the applicable laws governing the "Other Business Entity."

5. The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, F.S.

6. If applicable, the written consent of each shareholder who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to s. 607.1112(6), F.S.

7. This conversion was effective under the laws governing the "Other Business Entity" on: MARCH 15, 2010

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TALLAHASSEE, FLORIDA

8. This conversion shall be effective in Florida on: MARCH 15, 2010
(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.")

9. The "Other Business Entity's" principal office address, if any:
2755 Northwoods Parkway, Norcross, Georgia 30071

10. If the "Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Other Business Entity":

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida profit corporation, including any appraisal rights of shareholders of the converting Florida profit corporation under ss. 607.1301-607.1333, Florida Statutes.

b.) Lists the following street and mailing address of an office, which the Florida Department of State may use for purposes of s. 607.1114(4), Florida Statutes.

Street Address: 2755 Northwoods Parkway
Norcross, Georgia 30071

Mailing Address: 2755 Northwoods Parkway
Norcross, Georgia 30071

11. The "Other Business Entity" has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under ss.607-1301-607.1333, F.S.

Signed this 25 day of March 2010.

Signature: 
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: Jorge Guerra Title: CEO

Fees: Filing Fee: \$35.00
Certified Copy: \$8.75 (Optional)
Certificate of Status: \$8.75 (Optional)