

PD1000030045

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

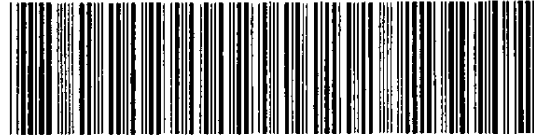
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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16 AUG 29 AM 11:46

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AUG 30 2016

C McNAIR

W/21K IN



CORPORATION SERVICE COMPANY

2711 Centerville Road • Wilmington, DE 19808-1645

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : 120000000195

REFERENCE : 269314 7131809

AUTHORIZATION :

COST LIMIT : \$ 35.00

16 AUG 29 AM 11:46

NEW YORK, NY
RECEIVED
AUG 29 2016

ORDER DATE : August 26, 2016

ORDER TIME : 9:07 AM

ORDER NO. : 269314-005

CUSTOMER NO: 7131809

DOMESTIC AMENDMENT FILING

NAME: F.N.B. CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER'S INITIALS: ____

Certificate of Conversion
For
Florida Profit Corporation
Into
"Other Business Entity"

16 AUG 29 AM 11:16
REVISED 10/1/10
10/1/10

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:

F.N.B. Corporation

Enter Name of Florida Profit Corporation

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

F.N.B. Corporation

Enter Name of "Other Business Entity"

3. The "Other Business Entity" is a **business 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 **Pennsylvania**
(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: **August 30, 2016**

8. This conversion shall be effective in Florida on: August 30, 2016.
(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:

One North Shore Center, 12 Federal Street,
Pittsburgh, PA 15212

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: One North Shore Center, 12 Federal Street
Pittsburgh, PA 15212

Mailing Address: One North Shore Center, 12 Federal Street
Pittsburgh, PA 15212

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 29th day of August, 2016.

Signature: 

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

Printed Name: James G. Orie Title: Chief Legal Officer

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

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