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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

conversion
10/30/19

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- CERTIFIED COPY** _____
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NOBLE INTERNATIONAL, INC.

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

**CERTIFICATE OF CONVERSION
FOR
FLORIDA CORPORATION INTO
DELAWARE LIMITED LIABILITY COMPANY**

FILED
STATE DEPARTMENT OF CORPORATION
19 OCT 30 PM 2:15

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

1. The name of the Florida Profit Corporation converting into the "Other Business Entity" is: NOBLE INTERNATIONAL, INC.
2. The name of the "Other Business Entity" is: NOBLE INTERNATIONAL, LLC
3. The "Other Business Entity" is a limited liability company organized, formed or incorporated under the laws of Delaware.
4. The above-referenced Florida Profit Corporation has converted into an "Other Business Entity" in compliance with Chapter 607, Florida Statutes, 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, Florida Statutes.
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 Section 607.1112(6), Florida Statutes.
7. This conversion was effective under the laws governing the "Other Business Entity" on October 30, 2019.
8. This conversion shall be effective in Florida on: October 30, 2019.
(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: 121 S. ORANGE AVE, STE 1070 N, ORLANDO, FL 32801.
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 Sections 607.1301-607.1333, Florida Statutes.

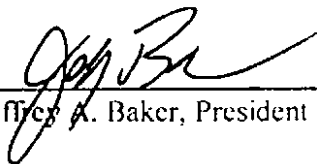
- b. Lists the following street and mailing address of an office, which the Florida Department of State may use for purposes of Section 607.1114(4), Florida Statutes:

Street Address: 121 S. ORANGE AVE, STE 1070 N
ORLANDO, FL 32801

Mailing Address: 121 S. ORANGE AVE, STE 1070 N
ORLANDO, FL 32801

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

Signed this 30th day of October, 2019.



Jeffrey A. Baker, President