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TALLAHASSEE, FLORIDA

B. KOHR

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EXAMINER

Holland & Knight, LLP	
Requestor's Name	
315 South Calhoun Street, Suite 600	
Address	
Tallahassee, FL 32301	425-5686
City/State/Zip	Phone #

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TALLAHASSEE, FLORIDA

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Uber, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input checked="" type="checkbox"/>	Other <u>Conversion from LLC to Inc.</u>

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

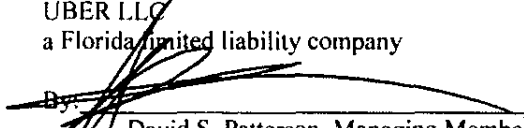
**STATE OF FLORIDA  
CERTIFICATE OF CONVERSION  
FOR  
"OTHER BUSINESS ENTITY"  
INTO  
FLORIDA PROFIT CORPORATION**

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "other business entity," a Florida limited liability company, into a Florida corporation in accordance with Chapter 608, Florida Statutes.

1. The name of the Florida limited liability company converting into a Florida corporation is **Uber LLC**.
2. The Florida limited liability company was formed on **June 8, 2005**.
3. The name of the Florida corporation is **Uber, Inc.**
4. This conversion shall be effective under the laws of the State of Florida upon filing with the Florida Department of State.
5. The plan of conversion was approved by the converting Florida limited liability company in accordance with Chapter 608, Florida Statutes.
6. The written consent of each member who, as a result of the conversion, is now a shareholder of the surviving entity was obtained.
7. The Florida corporation's principal office address is:  
3505 East Frontage Road, Suite #160, Tampa, Florida 33706.
8. The Florida corporation has agreed to pay any member having appraisal rights the amount to which they are entitled under Sections 608.4351-608.4359, Florida Statutes.

IN WITNESS WHEREOF, the undersigned have made and executed this Certificate of Conversion effective as of October 30, 2008.

UBER LLC  
a Florida limited liability company

By:   
David S. Patterson, Managing Member

UBER, INC.  
a Florida corporation

By:   
Richard B. Hadlow, Incorporator

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ARTICLES OF INCORPORATION  
OF  
UBER, INC.

The undersigned, acting as incorporator of Uber, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is Uber, Inc.

ARTICLE II. ADDRESSES

The mailing address of the corporation and the street address of the initial principal office of the corporation is 3505 East Frontage Road, Suite #160, Tampa, Florida 33607.

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence upon filing these articles of incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 3505 East Frontage Road, Suite #160, Tampa, Florida 33607, and the name of the corporation's initial registered agent at that address is David S. Patterson.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street address of the initial directors are:

<u>Name</u>	<u>Address</u>
David S. Patterson	12402 Seabrook Drive Tampa, FL 33626
Neil A. Witt	3900 40 <sup>th</sup> Street North St. Petersburg, FL 33714

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TALLAHASSEE, FLORIDA

### ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

Name

Address

Richard B. Hadlow

100 N Tampa Street, Suite 4100  
Tampa, Florida 33602

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

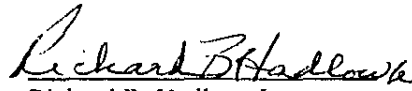
### ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

### ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of Florida, has executed these Articles of Incorporation this 30 day of October, 2008.

  
Richard B. Hadlow, Incorporator

*Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this document, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

*Dated this 30 day of October, 2008.*

  
David S. Patterson, Registered Agent