

P090000029019

(Requestor's Name)

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(Business Entity Name)

(Document Number)

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Conversion

RECEIVED  
12 DEC 26 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
2012 DEC 26 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12/26/12



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 472056 7230004

AUTHORIZATION :

COST LIMIT : \$85.00

*Stephanie Milnes*

ORDER DATE : December 21, 2012

ORDER TIME : 10:40 AM

ORDER NO. : 472056-015

CUSTOMER NO: 7230004

DOMESTIC AMENDMENT FILING

NAME: HWAY FTL ACQUISITION CORP.

EFFECTIVE DATE: 12/24/2012

XX CERTIFICATE OF CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Milnes -- EXT# 52920

EXAMINER'S INITIALS: \_\_\_\_\_

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

FILED  
2012 DEC 26 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 HWay FTL Acquisition Corp.
2. The name of the "Other Business Entity" is HWay FTL Acquisition, LLC.
3. The "Other Business Entity" is a limited liability company organized under the laws of the State 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. This conversion was effective under the laws governing the "Other Business Entity" on December 24, 2012.
7. This conversion shall be effective in Florida on December 24, 2012.
8. The "Other Business Entity" 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. The street address and mailing address which the Florida Department of State may use for purposes of Section 607.1114(4), Florida Statutes, is c/o Tobin & Reyes, P.A., 5355 Town Center Road, Suite 204, Boca Raton, FL 33486.
9. The "Other Business Entity" has agreed to pay any shareholders having appraisal rights the amount to which they are entitled to under Section 607-1301-607.1333, Florida Statutes.

Signed this 21 day of December, 2012.

HWay FTL Acquisition Corp.

By: 

Name: Jeffrey A. Davis  
Title: President