

P13000059176

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

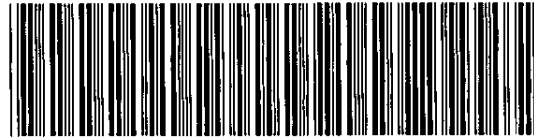
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Special Instructions to Filing Officer:

Attempt was made to submit  
doc on 5/21/14;  
therefore filed date was  
honored.

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05/22/14--01005--009 \*\*43.75

FILED  
14 MAY 21 PM 2:07  
SECRETARY OF STATE  
10110 001 2010200

*[Handwritten signature]* 5/22

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

**FILING COVER SHEET**  
**ACCT. #FCA-23**

**CONTACT:**      **RICKY SOTO**

**DATE:**            **05/22/2014**

**REF. #:**           **9153461**

**CORP. NAME:**   **AMERICAN CRUDE TRANSPORT CORP.**

- |   |   |  |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION            | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                        | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION                | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                        | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input checked="" type="checkbox"/> CERTIFICATE OF CONVERSION |   |  |
| <input type="checkbox"/> OTHER:                               |   |  |

**STATE FEES PREPAID WITH CHECK# 70020700 FOR \$ 43.75**

**AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:**

\_\_\_\_\_ **COST LIMIT: \$**\_\_\_\_\_

**PLEASE RETURN:**

- ☒ CERTIFIED COPY      ☐ CERTIFICATE OF GOOD STANDING      ☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF STATUS

Examiner's Initials

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*CORPDIRECT AGENTS IS NOW NRAI CORPORATE SERVICES*

## **Memorandum**

**DATE:** May 22, 2014

**TO:** ~~Michelle Milligan~~

**FROM:** Ricky Soto

**RE:** American Crude Transport Corp. – Conversion Filing

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Hi Michelle,

Per our phone conversation earlier this morning, enclosed is the conversion filing we spoke about. The client had sent it to us to submit to your office for filing yesterday but all our systems were down all day yesterday due to an outage with an outside vendor (CenturyLink)...so we were not able to submit it to your office yesterday. I have enclosed a copy of the client's email where they sent the filing to us on Tuesday evening, for us to submit on Wednesday morning for your reference.

This conversion is part of a large multi-million dollar closing so if you can please file this as quickly as possible and provide us yesterday (05/21/2014) as the file date, it would be greatly appreciated.

We greatly appreciate you working with us on this matter. Do not hesitate to contact me with any questions/issues.

Ricky Soto  
850-222-1173  
[rsoto@nrai.com](mailto:rsoto@nrai.com)

**Soto, Ricky**

---

**From:** Soto, Ricky  
**Sent:** Tuesday, May 20, 2014 5:39 PM  
**To:** 'patty@delaneycorporate.com'  
**Cc:** requests@nrai.com  
**Subject:** FW: American Crude  
**Attachments:** AMERICAN CRUDE TRANSPORT CORP - FL CONVERSION.pdf

**Confirmation of Receipt**    *Thank you for contacting CT - NRAI Tallahassee!*

This is confirmation that your email has been received. If we have any questions or need additional information for processing, one of our staff members will contact you.

**Ricky Soto**  
Customer Specialist – NRAI Tallahassee Team  
CT

Wolters Kluwer  
515 East Park Avenue  
Tallahassee, FL 32301  
Team: 800-388-2123 Direct: 850-205-8838

[ricardo.soto@wolterskluwer.com](mailto:ricardo.soto@wolterskluwer.com)  
[rsoto@nrai.com](mailto:rsoto@nrai.com)  
[requests@nrai.com](mailto:requests@nrai.com)

NRAI and CT Corporation are now the new CT.

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**From:** Patty [mailto:patty@delaneycorporate.com]  
**Sent:** Tuesday, May 20, 2014 5:44 PM  
**To:** Soto, Ricky  
**Subject:** American Crude

*Please file the enclosed in Florida. Please obtain a certified copy upon filing. Once in hand please send to my attention via email.*

*Thank you*

**Patricia M. Rice**  
*Manager of Operations*  
*Delaney Corporate Services, Ltd.*  
*One Commerce Plaza*  
*99 Washington Avenue, Suite 805A*  
*Albany, New York 12210-2822*

1-800-717-2810

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

FILED  
14 MAY 21 PM 2:07  
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 s. 607.1113, Florida Statutes.

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

**American Crude Transport Corp.**

**Enter Name of Florida Profit Corporation**

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

**American Crude Transport LLC**

**Enter Name of "Other Business Entity"**

3. The "Other Business Entity" is a **Limited Liability Company**  
(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 **Delaware**  
(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: **May 21, 2014**

8. This conversion shall be effective in Florida on: May 21, 2014  
(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:

1041 Southeast 17th Street

Fort Lauderdale, FL 33316

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: 1041 Southeast 17th Street

Fort Lauderdale, FL 33316

Mailing Address: 1041 Southeast 17th Street

Fort Lauderdale, FL 33316

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 21 day of May 2014

Signature: Peter R Woolf

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

Printed Name: Peter Woolf Title: CFO

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