

P17000045459

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

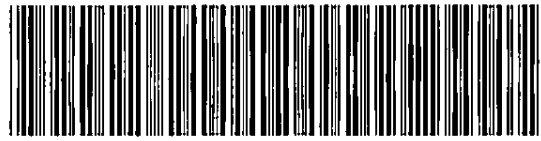
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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17 DEC 22 AM 11:34

17 DEC 22 PM 4:42

2017 DEC 22 PM 4:14

CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312
850-656-4724

Date: 12/22/2017
ACCT. I20160000072

Handwritten signature

Name:	Under Siege USA, LLC
Document #:	
Order #:	10765733

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
		Number of Certs:	

Filing:	<input checked="" type="radio"/> Certified
	<input type="radio"/> Plain:
	<input type="radio"/> COGS:

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ 35

Thank you!

DEC 22 PM 4:42

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: UNDER SIEGE USA, INC.

Name of Florida Profit Corporation

The enclosed Certificate of Conversion and fee(s) are submitted to convert a Florida Profit Corporation into an "Other Business Entity" in accordance with s. 607.1113, F.S.

Please return all correspondence concerning this matter to:

Christopher A. Walker, Esq.

Contact Person

Lippes Mathias Wexler Friedman LLP

Firm/Company

822 N A1A, Suite 100

Address

Ponte Vedra, Florida 32082

City, State and Zip Code

cwalker@lippes.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Christopher A. Walker, Esq.

at (904) 660-0020

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

\$335.00 Filing Fee

\$43.75 Filing Fee
and Certificate of
Status

\$43.75 Filing Fee
and Certified Copy

\$52.50 Filing Fee,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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

FILED
DEC 22 PM 4:42

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:

UNDER SIEGE USA, INC.

Enter Name of Florida Profit Corporation

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

UNDER SIEGE USA, 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"

December 14, 2017
on: _____

December 14, 2017

8. This conversion shall be effective in Florida on: _____
(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:

16192 Coastal Hwy

Lewes, DE 19958

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.

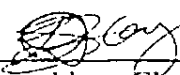
b.) Lists the following street and mailing address of an office, which the Florida Department of State may use for purposes of s. 607.1114(4), Florida Statutes.

Street Address: 822 N A1A, Suite 100
Ponte Vedra, Florida 32082

Mailing Address: 822 N A1A, Suite 100
Ponte Vedra, Florida 32082

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 14th day of December 2017.

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

Printed Name: Dennis Stacey Title: President

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