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December 29, 2006

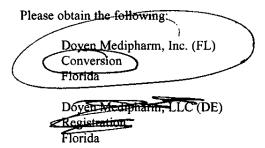
Department of State, Florida Clifton Building 2611 Executive Center Circle Tallahassee FL 32301 OF THE PH 3: 10

Re: Order #: 6816772 SO

Customer Reference 1: none given

Customer Reference 2:

Dear Department of State, Florida:



Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Second.

Sincerely,

Ashley A Mitchell
Fulfillment Specialist
Ashley.Mitchell@wolterskluwer.com

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



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 Statues.

- 1. The name of the Florida Profit Corporation converting into the "Other Business Entity" is Doyen Medipharm, Inc.
- 2. The name of the "Other Business Entity" is Doyen Medipharm, LLC.
- 3. The "Other Business Entity" is a limited liability company organized, formed or incorporated 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, F.S., and the conversion complies with the applicable laws governing the "Other Business Entity" in the State of Delaware
- 5. The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, F.S.
- 6. This conversion was effective under the laws governing the "Other Business Entity" on: December 27, 2006.
- 7. This conversion shall be effective in Florida on: December 29, 2006.
- 8. The "Other Business Entity's" principal office address is 625 McCue Road, Bay #20 Lakeland, Florida 33815.
- 9. The "Other Business Entity" is registered to transact business in Florida.
- 10. 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 27<sup>th</sup> day of December 2006.

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William J. McLaughlin, President