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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : SBA COMMUNICATIONS CORPORATION
Account Number : I20020000107
Phone : (561) 995-7670
Fax Number : (561) 998-3448

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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T. HAMPTON

CERTIFICATE OF CONVERSION

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.

- First:** The name of the Florida Profit Corporation converting into the "Other Business Entity" is: **SBA Sites, Inc.**
- Second:** The name of the "Other Business Entity" is: **SBA Sites, LLC.**
- Third:** The "Other Business Entity" is a limited liability company organized, formed or incorporated under the laws of Delaware.
- Fourth:** 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."
- Fifth:** The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, F.S.
- Sixth:** 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.
- Seventh:** This conversion shall be effective under the laws governing the "Other Business Entity" on: December 31, 2012, at 11:59 PM.
- Eighth:** This conversion shall be effective in Florida on: December 31, 2012, at 11:59 PM.
- Ninth:** The "Other Business Entity's" principal office address, if any: 5900 Broken Sound Parkway, NW, Boca Raton, Florida 33487.
- Tenth:** 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: 5900 Broken Sound Parkway, NW, Boca Raton, Florida 33487.
Mailing Address: 5900 Broken Sound Parkway, NW, Boca Raton, Florida 33487.
- Eleventh:** 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.

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Signed this 19th day of December, 2012.

Signature: 

Printed Name: Thomas P. Hunt

Title: Senior Vice President and General Counsel

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