

G 57536

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

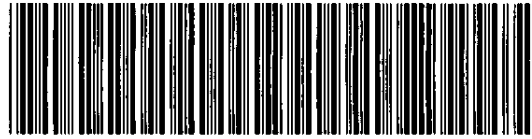
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600226241616

04/02/12--01023--024 \*35.00

RECEIVED  
12 APR -2 PM 2:50  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
2012 APR -2 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B Tadlock APR 06 2012



**Wolters Kluwer**  
Corporate Legal Services

**CT Corporation**

515 East Park Avenue  
Tallahassee, FL

850 222 1092 tel  
850 222 7615 fax  
www.ctcorporation.com

April 2, 2012

Department of State, Florida  
Clifton Building  
2611 Executive Center Circle  
Tallahassee FL 32301

Re: Order #: 8432936 SO  
Customer Reference 1: None Given  
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

Palm Beach Financial Ventures, Inc. (FL)  
Conversion  
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.

Sincerely,

Connie R Bryan  
Senior Fulfillment Specialist  
Connie.Bryan@wolterskluwer.com

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Palm Beach Financial Ventures, 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:

Debra C. Jones  
Contact Person

Bodman PLC  
Firm/Company

6th Floor at Ford Field, 1901 St. Antoine Street  
Address

Detroit, MI 48226  
City, State and Zip Code

djones@bodmanlaw.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Debra C. Jones at ( 313 ) 656-2519  
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$35.00 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:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 2, 2012

CT CORPORATION  
% CONNIE BRYAN  
515 EAST PARK AVENUE  
TALLAHASSEE,

SUBJECT: PALM BEACH FINANCIAL VENTURES, INC.  
Ref. Number: G57536

We have received your document for PALM BEACH FINANCIAL VENTURES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file Articles of Dissolution for the Florida Corporation. The Foreign Corporation will need to file an Application by Foreign Corporation for Authorization to Transact Business in Florida.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carol Mustain  
Regulatory Specialist II

Letter Number: 612A00010798

**DEBRA C. JONES**  
**PARALEGAL**  
DJONES@BODMANI.AW.COM  
313-656-2519

April 4, 2012

BODMAN PLC  
8TH FLOOR AT FORD FIELD  
1901 ST. ANTOINE STREET  
DETROIT, MICHIGAN 48226  
313-393-7579 FAX  
313-259-7777

**bodman**  
ATTORNEYS & COUNSELORS

**Via Federal Express Delivery**

Ms. Brenda Tadlock  
Florida Secretary of State  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

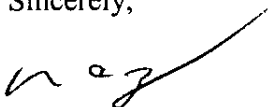
**Re: Palm Beach Financial Ventures, Inc.**

Dear Ms. Tadlock:

Pursuant to your recent conversation with Ms. Lentz, enclosed for filing is a Certificate of Conversion for Florida Profit Corporation into "Other Business Entity" for the above-referenced entity. Also enclosed is a copy of your letter dated April 2, 2012, and a check in the amount of \$35.00 for the filing fee.

Please do not hesitate to contact me at (313) 656-2519) if you have any questions.

Sincerely,



Debra C. Jones  
Paralegal

DCJ/dal  
Enclosures

copy: Marguerite Munson Lentz, Esq. (w/o encs.)

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

2012 APR -2 AM 9:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

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:

Palm Beach Financial Ventures, Inc.

\_\_\_\_\_  
**Enter Name of Florida Profit Corporation**

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

Palm Beach Financial Ventures, Inc.

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

3. The "Other Business Entity" is a \_\_\_\_\_ corporation  
(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 \_\_\_\_\_ Michigan  
(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: March 29, 2012

8. This conversion shall be effective in Florida on: March 29, 2012  
(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:  
1000 Oakbrook Drive, Suite 400

Ann Arbor, MI 48104

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: 1000 Oakbrook Drive, Suite 400

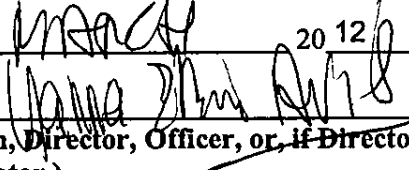
Ann Arbor, MI 48104

Mailing Address: 1000 Oakbrook Drive, Suite 400

Ann Arbor, MI 48104

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 7 day of March 20 12.

Signature: 

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

Printed Name: Yanna Elbim Avis Title: President

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