DOC ID ----> 201101801070

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
01/19/2011	201101801070	CONVERSION WITHIN SOS RECORDS (CVS)	125.00	.00		.00	.00

Receipt

This is not a bill. Please do not remit payment.

BAKER & HOSTETLER LLP
ATTN SONIA LOWE
65 E STATE ST. STE 2100
COLUMBUS, OH 43215

STATE OF OHIO
CERTIFICATE
Ohio Secretary of State, Jon Husted

886848

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

SDC BUILDING LLC

and, that said business records show the filing and recording of:

Document(s)	Document No(s):
CONVERSION WITHIN SOS RECORDS (CHANGE BUSINESS TYPE DOM. PROFIT LIM. LIAB. CO.)	**201101801070**

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 14th day of January, A.D. 2011.

Jon Husted

Ohio Secretary of State

DOC ID ----> 201101801070

Form 700 Prescribed by the:
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)

www.sos.state.oh.us
Busserv@sos.state.oh.us

Expedite this form: (select one)
Mail form to one of the following:

PO Box 1390
Columbus, OH 43216
*** Requires an additional fee of $100 ***
○ Expedite

PO Box 1329
Columbus, OH 43216
◉ Non Expedite

CERTIFICATE OF CONVERSION FOR ENTITIES CONVERTING WITHIN OR OFF THE RECORDS OF THE OHIO SECRETARY OF STATE

Filing Fee: $125

(CHECK ONLY ONE (1) BOX)

(1) ☑ **Converting Within The Records of the Ohio Secretary of State**	(2) ☐ **Converting Off The Records of the Ohio Secretary of State** (187-VXX)

Name of the converting entity: S.D.C. Building, Ltd.

Jurisdiction of Formation: Ohio

Charter/Registration Number: 886848

The converting entity is a:
(Check Only (1) One Box)

- ☐ Domestic Corporation
- ☐ Foreign Corporation
- ☐ Domestic Nonprofit Limited Liability Company
- ☐ Foreign Nonprofit Limited Liability Company
- ☐ Domestic For-Profit Limited Liability Company
- ☐ Foreign For-Profit Limited Liability Company
- ☐ Partnership
- ☑ Domestic Limited Partnership
- ☐ Foreign Limited Partnership
- ☐ Domestic Limited Liability Partnership
- ☐ Foreign Limited Liability Partnership
- ☐ Business Trust

The converting entity hereby states that it has complied with all laws in the jurisdiction under which it exists and that those laws permit the conversion.

RECEIVED
SECRETARY OF STATE
2011 JAN 14 AM 10:53
CLIENT SERVICES

Name of the converted entity: SDC Building LLC

Jurisdiction of Formation: Ohio

The converted entity is a:
(Check Only (1) One Box)

- ☐ Domestic Corporation
- ☐ Foreign Corporation
- ☐ Domestic Nonprofit Limited Liability Company
- ☐ Foreign Nonprofit Limited Liability Company
- ☑ Domestic For-Profit Limited Liability Company
- ☐ Foreign For-Profit Limited Liability Company
- ☐ Partnership
- ☐ Domestic Limited Partnership
- ☐ Foreign Limited Partnership
- ☐ Domestic Limited Liability Partnership
- ☐ Foreign Limited Liability Partnership
- ☐ Business Trust

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Effective Date (Optional) _____ (The conversion is effective upon the filing of this certificate or on a later date specified in the certificate that it is not more than ninety days after filing)

Name and address of the person or entity that will provide a copy of the declaration of conversion upon written request.

William Barnett
Name

3100 Hamilton Avenue
Mailing Address

Cleveland | Ohio | 44114
City | State | Zip Code

Required information that must accompany conversion certificate if box 2 is checked

If the converting entity is a domestic or foreign entity that will not be licensed in Ohio, provide the name and address of the statutory agent upon whom any process, notice or demand may be served.

Name of Statutory Agent

Mailing Address

City | State | Zip Code

☐ **If the agent is an individual using a P.O. Box, check this box to confirm that the agent is an Ohio resident.**

If the converting entity is a domestic or foreign corporation licensed to transact business in Ohio and converting off the records, the certificate of conversion must be accompanied by the affidavits herein attached. ***(See Instructions)***

See instructions for additional filing requirements if
(1) the conversion creates a new domestic entity,
(2) the converted entity is a foreign entity that desires to transact business in Ohio, or
(3) if a foreign or domestic corporation licensed to transact business in this state is the converting entity.

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IN WITNESS WHEREOF, the conversion is authorized on behalf of the converting entity and that each person signing the certificate of conversion is authorized to do so.

Required
Must be authenticated (signed) by an authorized representative.

Signature _____ Date 1/13/2011

William Barnett
Print Name

General Counsel; Authorized Rep.
Title

Signature _____ Date _____

Print Name _____

Title _____

Signature _____ Date _____

Print Name _____

Title _____

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Form 533A Prescribed by the:
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)

www.sos.state.oh.us
Busserv@sos.state.oh.us

Expedite this form: (select one)
Mail form to one of the following:

☐ Expedite
☐ Columbus, OH 43216
*** Requires an additional fee of $100 ***

☑ Non Expedite
☑ PO Box 670
☐ Columbus, OH 43216

ARTICLES OF ORGANIZATION FOR A DOMESTIC LIMITED LIABILITY COMPANY

Filing Fee: $125.00

(CHECK ONLY ONE (1) BOX)

(1) ☑ Articles of Organization for Domestic For-Profit Limited Liability Company (115-LCA) ORC 1705	(2) ☐ Articles of Organization for Domestic Nonprofit Limited Liability Company (115-LCA) ORC 1705

Name of limited liability company

SDC BUILDING LLC

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "ltd.," "or "ltd"

Effective Date (Optional) _____ mm/dd/yyyy (The legal existence of the limited liability company begins upon the filing of the articles or on a later date specified that is not more than ninety days after filing)

This limited liability company shall exist for (Optional) perpetuity (Period of Existence)

Purpose (Optional)

☐ *Check here if additional provisions are attached*

ORIGINAL APPOINTMENT OF AGENT

The undersigned authorized member(s), manager(s) or representative(s) of

SDC BUILDING LLC
Name of Limited Liability Company

hereby appoint the following to be Statutory Agent upon whom any process, notice or demand required or permitted by statute to be served upon the limited liability company may be served. The name and address of the agent is

William Barnett
Name of Agent

1300 Hamilton Avenue
Mailing Address

Cleveland	Ohio	44114
City	State	Zip Code

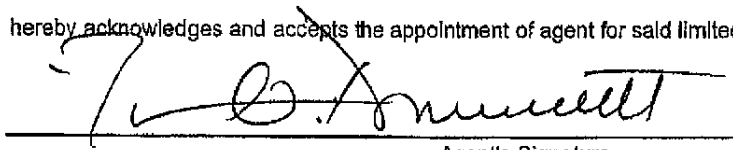
☐ **If the agent is an individual and using a P.O. Box, check this box to certify the agent is an Ohio resident.**

ACCEPTANCE OF APPOINTMENT

The undersigned, named herein as the statutory agent for

SDC BUILDING LLC
Name of Limited Liability Company

hereby acknowledges and accepts the appointment of agent for said limited liability company

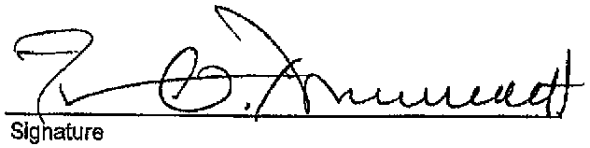


Agent's Signature

DOC ID ----> 201101801070

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document on behalf of the limited liability company identified above.

REQUIRED
Articles and original appointment of agent must be authenticated **(signed)** by a member, manager or other representative.



Signature — Date: 1/11/2011

William Barnett
Print Name

Signature — Date

Print Name

Signature — Date

Print Name

(See Instructions Below)