

State of Tennessee



Department of State

Corporate Filings

312 Rosa L. Parks Ave.

6th Floor, William R. Snodgrass Tower

Nashville, TN 37243

CERTIFICATE OF CONVERSION

(Subsidiary Nonprofit Corporation into Nonprofit LLC)

(For use on or after 7/1/2006)

For Office Use Only

Pursuant to the provisions of the Tennessee Revised Nonprofit Limited Liability Company Act and §48-249-703 of the Tennessee Revised Limited Liability Company Act, the undersigned hereby submits this certificate of conversion:

1. The name and principal business address of the converting subsidiary nonprofit is:

Three horizontal lines for address entry.

2. The jurisdiction in which the converting subsidiary nonprofit corporation was formed is _____ and its date of formation is _____ (month/day/year).

3. THE CONVERTING SUBSIDIARY NONPROFIT CORPORATION IS BEING CONVERTED TO A DOMESTIC NONPROFIT LIMITED LIABILITY CORPORATION, and the name of the domestic nonprofit limited liability corporation as set forth in its articles of organization is: _____

4. The terms and conditions of the conversion have been approved by the board of directors of the converting subsidiary nonprofit corporation and the parent nonprofit corporation; all required approvals of the conversion have been obtained by the converting entity.

5. If the conversion is not to be effective upon the filing of the certificate of conversion and articles of organization, then the future effective date and time of the conversion is:

Date: _____, _____ Time: _____

Signature Date

Signature

Signer's Capacity (if other than individual capacity)

Name (printed or typed)