



AZ CORPORATION COMMISSION
FILED

MAR 06 2014

FILE NO.

B-1909893

AZ CORPORATION COMMISSION
FILED

MAR 25 2014

FILE NO.

B-1909893

AZ CORPORATION COMMISSION
FILED

MAR 06 2014

FILE NO. R-1909889-3

AZ CORPORATION COMMISSION
FILED

MAR 25 2014

FILE NO. R-1909889-3

CERTIFICATE OF CONVERSION

OF

BIMBO FOODS BAKERIES DISTRIBUTION, INC. (DE CORP)
F-0818317-4

INTO

BIMBO FOODS BAKERIES DISTRIBUTION, LLC (DE LLC)
R-1909889-3
(SURVIVOR)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "BIMBO FOODS BAKERIES DISTRIBUTION, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BIMBO FOODS BAKERIES DISTRIBUTION, INC." TO "BIMBO FOODS BAKERIES DISTRIBUTION, LLC", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF DECEMBER, A.D. 2013, AT 6:46 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTIETH DAY OF DECEMBER, A.D. 2013, AT 11:59 O'CLOCK P.M.

2664090 8100V

140293076

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1182627

DATE: 03-05-14

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:40 PM 12/16/2013
FILED 06:46 PM 12/16/2013
SRV 131432344 - 2664090 FILE

CERTIFICATE OF CONVERSION**OF**

BIMBO FOODS BAKERIES DISTRIBUTION, INC.,
a Delaware corporation

into

BIMBO FOODS BAKERIES DISTRIBUTION, LLC.,
a Delaware limited liability company

The undersigned converting entity certifies the following Certificate of Conversion adopted for the purpose of effecting a conversion in accordance with the Delaware Limited Liability Company Act (the "**DLLCA**") and the Delaware General Corporation Law.

1. The name of the converting entity is Bimbo Foods Bakeries Distribution, Inc. (the "**Corporation**"), a corporation formed under the laws of the state of Delaware.
2. The date of filing of the Corporation's original Certificate of Corporation with the Delaware Secretary of State is September 20, 1996.
3. The conversion has been approved in accordance with Section 18-214 of the DLLCA.
4. The name of the limited liability company as set forth in the Certificate of Formation is Bimbo Foods Bakeries Distribution, LLC.
5. This Certificate of Conversion shall become effective at 11:59 p.m. Eastern Standard Time on December 30, 2013.

IN WITNESS WHEREOF, the undersigned has executed this Certificate to be effective as indicated above.

BIMBO FOODS BAKERIES DISTRIBUTION, INC.
a Delaware corporation



Claudia V. Coscia
Secretary

Delaware

PAGE 2

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "BIMBO FOODS BAKERIES DISTRIBUTION, LLC" FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF DECEMBER, A.D. 2013, AT 6:46 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTIETH DAY OF DECEMBER, A.D. 2013, AT 11:59 O'CLOCK P.M.



2664090 8100V

140293076

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1182627

DATE: 03-05-14

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:40 PM 12/16/2013
FILED 06:46 PM 12/16/2013
SRV 131432344 - 2664090 FILE

CERTIFICATE OF FORMATION**OF****BIMBO FOODS BAKERIES DISTRIBUTION, LLC**

This Certificate of Formation of Bimbo Foods Bakeries Distribution, LLC (the "LLC"), is being duly executed and filed by Claudia V. Coscia as an authorized person to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.).

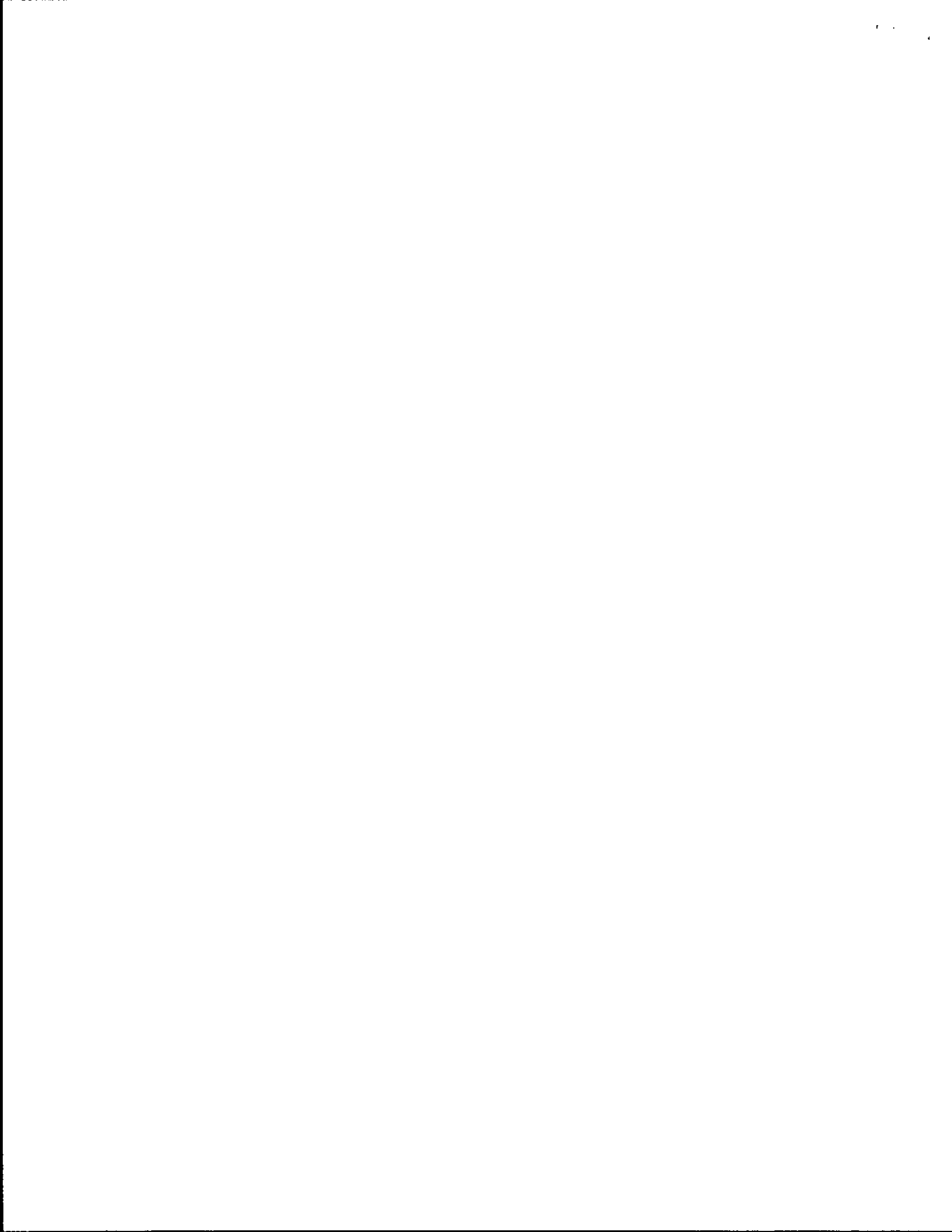
- FIRST.** The name of the limited liability company formed hereby is:
Bimbo Foods Bakeries Distribution, LLC
- SECOND.** The address of the registered office of the LLC in the State of Delaware is:
1675 South State Street
Suite B
Dover, DE 19901
- THIRD.** The name and address of the registered agent for service of process on the LLC in the State of Delaware are:

Capitol Services, Inc.
1675 South State Street
Suite B
Dover, DE 19901
- FOURTH.** This Certificate of Formation becomes effective at 11:59 pm EST on December 30, 2013.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of December 16, 2013.



Claudia V. Coscia
Authorized Person



COMMISSIONERS
BOB STUMP – Chairman
GARY PIERCE
BRENDA BURNS
BOB BURNS
SUSAN BITTER SMITH



JODI JERCH
Executive Director

PATRICIA L. BARFIELD
Director
Corporations Division

ARIZONA CORPORATION COMMISSION

April 4, 2014

Capitol Corporate Services, Inc.
P.O. Box 13461
Phoenix, AZ 85002

Re: Bimbo Foods Bakeries Distribution, LLC converted Bimbo Foods Bakeries Distribution, Inc.

We are pleased to notify you that your Certificate of Conversion have been approved.

- ☐ You must publish the _____ in their entirety. The publication must be in a newspaper of general circulation in the county of the known place of business in Arizona for three consecutive publications. A list of acceptable newspapers is available on the Commission website, www.azcc.gov/divisions/corporations. Publication must be completed WITHIN 60 DAYS after _____, which is the date the document was approved for filing by the Commission. The entity may be subject to administrative dissolution if it fails to publish. You may file the Affidavit of Publication you will receive from the newspaper, but filing it is not mandatory.
- ☒ No publication is required.

We strongly recommend that you periodically monitor the company's record with the Commission, which can be viewed at www.azcc.gov/Divisions/Corporations. If you have questions or need further information please contact us at (602) 542-3026 or Toll Free (Arizona residents only) at 1-800-345-5819.

To subscribe to the Annual Report Email Reminder service, go online to www.azcc.gov/divisions/corporations, then click on the link to search for your entity. On your entity's page, click on the button for "Subscribe to Annual Report Email Reminder."
If you choose not to subscribe, you will not receive any reminder at all.

USE A SEPARATE COVER SHEET FOR EACH DOCUMENT

ARE YOU FILING: ☒ New Entity ☐ Change to existing entity ☒ Re-submission/Correction

PLEASE COMPLETE ALL APPROPRIATE SECTIONS

Type in Corp/LLC Name: Bimbo Foods Bakeries Distribution, Inc.**FILE SECOND**

FILING TYPE	REGULAR SERVICE FEE	EXPEDITED SERVICE FEE
<input type="checkbox"/> Articles of Domestication	<input type="checkbox"/> \$100.00	<input type="checkbox"/> \$135.00
<input type="checkbox"/> Articles of Incorporation (Profit)	<input type="checkbox"/> \$ 60.00	<input type="checkbox"/> \$ 95.00
<input type="checkbox"/> Articles of Incorporation (Non Profit)	<input type="checkbox"/> \$ 40.00	<input type="checkbox"/> \$ 75.00
<input type="checkbox"/> Articles of Organization (Limited Liability Company)	<input type="checkbox"/> \$ 50.00	<input type="checkbox"/> \$ 85.00
<input type="checkbox"/> Application For Authority (Business)	<input type="checkbox"/> \$175.00	<input type="checkbox"/> \$210.00
<input type="checkbox"/> Application to Conduct Affairs (Non Profit)	<input type="checkbox"/> \$175.00	<input type="checkbox"/> \$210.00
<input type="checkbox"/> Application for New Authority	<input type="checkbox"/> \$175.00	<input type="checkbox"/> \$210.00
<input type="checkbox"/> Application for Registration	<input type="checkbox"/> \$150.00	<input type="checkbox"/> \$185.00
<input type="checkbox"/> Articles of Amendment	<input type="checkbox"/> \$ 25.00	<input type="checkbox"/> \$ 60.00
<input type="checkbox"/> Articles of Amendment & Restatement	<input type="checkbox"/> \$ 25.00	<input type="checkbox"/> \$ 60.00
<input type="checkbox"/> Articles of Correction	<input type="checkbox"/> \$ 25.00	<input type="checkbox"/> \$ 60.00
<input type="checkbox"/> Articles of Merger/Share Exchange	<input type="checkbox"/> \$100.00	<input type="checkbox"/> \$135.00
<input type="checkbox"/> Articles of Merger (Limited Liability Company)	<input type="checkbox"/> \$ 50.00	<input type="checkbox"/> \$ 85.00
<input type="checkbox"/> Affidavit of Publication	<input type="checkbox"/> \$ 0.00	<input type="checkbox"/> \$ 35.00
<input type="checkbox"/> CORPORATIONS -Certified Copies* *If copies are for different entities the Expedite fee applies to each entity	<input type="checkbox"/> \$5.00 Each () (Enter Quantity)	<input type="checkbox"/> \$40.00 () (Enter Quantity)
<input type="checkbox"/> LLCs - Certified Copies* *If copies are for different entities the Expedite fee applies to each entity	<input type="checkbox"/> \$10.00 Each () (Enter Quantity)	<input type="checkbox"/> \$45.00 () (Enter Quantity)
<input type="checkbox"/> Good Standing Certificate* *If Good Standing Certificates are for different entities the Expedite fee applies to each entity	<input type="checkbox"/> \$10.00 Each () (Enter Quantity)	<input type="checkbox"/> \$45.00 () (Enter Quantity)
<input checked="" type="checkbox"/> Other: <u>Evidence of Conversion</u>	<input type="checkbox"/> Regular Fee	<input checked="" type="checkbox"/> Expedite Fee

SELECT PAYMENT TYPE: DO NOT WRITE YOUR CREDIT CARD NUMBER ON THIS FORM!

<input type="checkbox"/> Check	Check # _____	Check Amount \$ _____
<input checked="" type="checkbox"/> M.O.D. Account	MOD Acct # <u>1232</u>	Mod Amount \$ <u>100.00</u>
<input type="checkbox"/> Cash -- for in-person filings only (Do not send cash in the mail.)		Cash Amount \$ _____
<input type="checkbox"/> Credit Card -- for in-person filings only		CC Amount \$ _____
<input type="checkbox"/> No fee required		

SELECT ONE RETURN DELIVERY OPTION:

☐ E-mail: _____
 ☐ Fax # () _____
 ☐ Mail
 ☒ Pick Up

REQUIRED : Please list the person or company who will be picking up the completed documents.

DOCUMENTS WILL BE MAILED IF THEY ARE NOT PICKED UP IN A TIMELY MANNER (APPROXIMATELY TWO WEEKS).

Person or Company Name:

Molly Martinez

Phone Number:

602 254 4489

Address:

City:

Capitol

State:

Zip

PICK-UP BY:

FOR ARIZONA CORPORATION COMMISSION USE ONLY

DATE:

View current process times at: www.azcc.gov/Divisions/Corporations

