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Articles of Conversion - Business Entities

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - sos.oregon.gov/business - Phone: (503) 986-2200

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OREGON SECRETARY OF STATE

20831210-22020604

REGISTRY NUMBER: 208312-10

WESTERN PNEUMATICS, LLC **CNVINA**

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is We must release this information to all parties upon request and it will be posted on our website.

For office use only

Please Type or Print Legibly in **Black** Ink. Attach Additional Sheet if Necessary.

1. **Name of Business Entity Prior to Conversion:** Western Pneumatics, LLC

2. **Type of Business Entity Prior to Conversion:** Oregon limited liability company

3. **Name of Business Entity After Conversion:** Western Pneumatics, LLC

4. **Type of Business Entity After Conversion:** Delaware limited liability company

5. **Will the converted entity have continued existence in Oregon?** Yes ☐ No ☒

6. **If no, where will the jurisdiction be?** Delaware

7. **Select one of the following:**

☒ A copy of the plan of conversion is attached.

☐ Address where the plan of conversion is on file.

Address _____

City _____ State ____ Zip Code _____

A copy will be provided upon request to any owner, member or shareholder at no cost. Each party (as specified by the statute) to the conversion obtained authorization and approval in accordance with the statutes that govern the business entity.

8. **Provide additional information required for new entity type. (Required)**

The registered office of the limited liability company in the state of Delaware is 1675 S. State Street, Suite B, Dover, Delaware 19901. The name of the registered agent at such address is Capitol Services, Inc.

9. **Oregon Corporation and Limited Liability Company Requirement:**

☐ Oregon Corporations and Limited Liability Companies comply with House Bill 2191 by attaching an information change form that includes the Principal Place of Business and Individual with Direct Knowledge.

10. **Execution:** (Must be signed by an officer or director for a corporation, a member or manager for a limited liability company, a general partner for a limited partnership, or a partner for a limited liability partnership.)
I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, obscure, alter, or otherwise misrepresent the identity of any person including officers, directors, employees, members, managers or agents. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both.

Signature:	**Printed Name:**	**Title:**
Victor L. Vescovo	Victor L. Vescovo	Chairman

CONTACT NAME: (To resolve questions with this filing)

Charles Matthews

PHONE NUMBER: (Include area code)

804-344-7904

FEES	
Domestic Required Processing Fee	$100
Foreign Required Processing Fee	$275

Processing Fees are nonrefundable. Please make check payable to "Corporation Division".

Free copies are available at sos.oregon.gov/business using the Business Name Search program.

EXHIBIT A TO ARTICLES OF CONVERSION

PLAN OF CONVERSION

OF

Western Pneumatics, LLC, an Oregon limited liability company

TO

Western Pneumatics LLC, a Delaware limited liability company

SECTION 1. CONVERSION

Dustex LLC, a Delaware limited liability company (the "Member") and the sole member of Western Pneumatics, LLC, an Oregon limited liability company (the "Converting Entity"), desires to convert the Converting Entity to a Delaware limited liability company.

SECTION 2. PLAN OF CONVERSION

2.1 CONVERTING ENTITY. The Converting Entity, an Oregon limited liability company prior to conversion, shall become Western Pneumatics LLC, a Delaware limited liability company (the "Company"), after conversion.

2.2 CONVERSION DOCUMENTS. Articles of Conversion, which shall include this Plan of Conversion, shall be filed with the Secretary of State of the State of Oregon, and a Certificate of Conversion and Certificate of Formation of the Company shall be filed with the Secretary of State of the State of Delaware.

2.3 TERMS AND CONDITIONS. Upon the effective date of this conversion, the Converting Entity shall become the Company.

2.4 CONVERSION OF OWNERSHIP INTERESTS.

Upon the conversion:

(a) one-hundred percent (100%) of the issued and outstanding membership interests in the Converting Entity held by the Member shall, by virtue of the conversion and without any action on the part of the Company, be changed and converted into 100% of the membership interests in the Company;

(b) all of the membership interests in the Converting Entity shall be cancelled automatically and shall cease to exist; and

(c) the Member shall own 100% of the membership interests in the Company and such 100% membership interest shall be duly authorized, validly issued and fully paid.

2.5 EFFECTIVE DATE. The effective time of the conversion shall be 12:01 a.m. on the date on which the Articles of Conversions are filed by the Secretary of State.

SECTION 3. ADDITIONAL INFORMATION ABOUT THE COMPANY.

3.1 REGISTERED OFFICE AND REGISTERED AGENT. The registered office of the limited liability company in the state of Delaware is 1675 S. State Street, Suite B, Dover, Delaware 19901. The name of the registered agent at such address is Capitol Services, Inc.