



Inc. ⇒ LLC

#120597

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
KRAFTMAID	1,570,977	12/12/1989
KRAFTBATH	2,263,539	7/20/1999
CROSSCREEK	2,322,408	2/22/2000
DISTINCTIONS	2,972,953	7/19/2005
BAY HARBOR	2,628,757	10/1/2002
TRADITIONS	3,002,162	9/27/2005
ARBOR CLIFF	2,557,078	4/2/2002
VENICIA	3,240,459	5/8/2007
HARMONY	3,357,372	12/18/2007

<u>Mark</u>	<u>Application No.</u>	<u>Application Date</u>
KRAFTLINE	77/059,049	12/7/2006
WOODGATE	78/944,799	8/4/2006
ADDISON	77/087,571	1/22/2007
BRAYDEN	77/087,569	1/22/2007
QUINN	77/087,568	1/22/2007
IT BECOMES YOU	77/158,437	4/17/2007
MASCO RETAIL CABINET GROUP	77/303,839	10/15/2007
ASCENTIA	77/345,312	12/6/2007

UNITED STATES PROPERTIES

Doc ID -> 200734100272

Doc ID -> 200734100272



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXFEE	PENALTY	CERT	COPY
12/17/2007	200734100272	CONVERSION WITHIN SOS RECORDS (CUB)	128.00	100.00	.00	.00	.00

**Receipt**

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

GT CORPORATION SYSTEM  
4400 EASTON COMMONS WAY, SUITE 120  
ATTN: TIMOTHY FERBERSON  
COLUMBUS, OH 43219

# STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner

597769

It is hereby certified that the Secretary of State of Ohio has custody of the business records for  
**KRAFTMAID CABINETRY, LLC**

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

Document(s)

**CONVERSION WITHIN SOS RECORDS**  
(CHANGE BUSINESS TYPE DOM. LIMITED LIABILITY CO.)

Document No(s):

**200734100272**



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 1st day of January, A.D.  
2008.

Ohio Secretary of State



Prescribed by  
Ohio Secretary of State  
Central Ohio: (614) 466-3810  
Toll Free: 1-877-800-FILE (1-877-767-3453)

Mail Form to one of the Following:	
<input type="radio"/> Expedite	P.O. Box 1580 Columbus, OH 43216 **Requires an additional \$100.00 fee**
<input type="radio"/> Non Expedite	P.O. Box 1528 Columbus, OH 43216

**CERTIFICATE OF CONVERSION**  
FOR ENTITIES CONVERTING **WITHOUT** OR **ON** THE RECORDS OF THE OHIO SECRETARY OF STATE  
Filing Fee \$125.00

Pursuant to 1701.011, 1706.361, 1776.55, and 1782.4310 of the Revised Code for the State of Ohio, (as applicable), the undersigned converting business entity does hereby submit these Articles of Conversion for the purpose of converting to a different business entity.

Box 1  
 Converting **With** The Records of the Ohio Secretary of State

Box 2  
 Converting **Off** The Records of the Ohio Secretary of State

Complete the information in this section if Box 1 or Box 2 is checked above.

The name of the converting business entity is KraftMaid Cabinetry, Inc.  
existing under the laws of the state or country of Ohio

The converting business entity is (Check One)

<input checked="" type="checkbox"/> Domestic Corporation	<input type="checkbox"/> Domestic Limited Liability Co.
<input type="checkbox"/> Domestic Partnership	<input type="checkbox"/> Domestic Limited Partnership
<input type="checkbox"/> Foreign Corporation	<input type="checkbox"/> Domestic Limited Liability Partnership
<input type="checkbox"/> Foreign Limited Liability Co.	<input type="checkbox"/> Foreign Limited Partnership
<input type="checkbox"/> Foreign Limited Liability Partnership	<input type="checkbox"/> Business Trust

The converting entity hereby attests they have complied with all laws under the state in which it exists. Furthermore, said law permits for said conversion.

The resulting business entity is (Check One)

<input type="checkbox"/> Domestic Corporation	<input checked="" type="checkbox"/> Domestic Limited Liability Co.
<input type="checkbox"/> Domestic Partnership	<input type="checkbox"/> Domestic Limited Partnership
<input type="checkbox"/> Foreign Corporation	<input type="checkbox"/> Domestic Limited Liability Partnership
<input type="checkbox"/> Foreign Limited Liability Co.	<input type="checkbox"/> Foreign Limited Partnership
<input type="checkbox"/> Foreign Limited Liability Partnership	<input type="checkbox"/> Business Trust

The name of the resulting business entity is KraftMaid Cabinetry, LLC  
existing under the laws of state or country of Ohio

The effective date of conversion will be upon filing, unless a date is specified: 01/01/2008  
(See Instructions) Date

The name and address of the person or entity that will provide a copy of the declaration of conversion upon written request:

Lawrence F. Learman, 21001 Van Born Road  
*Name & Address*

Taylor Michigan 48160  
*City State Zip Code*

2007 DEC 4 PM 5:51

709

OH001 - 4/00/07 C.T. System Online

**COPY**

October 1, 2008

**Required information that must accompany conversion certificate if Sec 1 is checked.**

If the conversion creates a new domestic corporation, limited liability company, limited partnership or a partnership having limited liability, attach the form prescribed by the secretary of state for the specific entity type to the certificate of conversion. (See instructions)

**Required information that must accompany conversion certificate if Sec 2 is checked.**

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

Name of Statutory Agent \_\_\_\_\_

Street Address \_\_\_\_\_, City \_\_\_\_\_, Ohio \_\_\_\_\_ Zip Code \_\_\_\_\_

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)

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

Must be signed by:  
An authorized  
representative(s)

  
Authorized Representative

Lawrence F. Leaman, Vice President  
Title

Authorized Representative

Title

Authorized Representative

Title

Complete the information in this section if form (1) is checked  Cont.

**ORIGINAL APPOINTMENT OF AGENT**

The undersigned authorized member, manager or representative of

KraftMaid Cabinetry, 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:

CT Corporation System

(Name of Agent)

1300 East 9th Street

(Street)

**NOTE: P.O. Box Addresses are NOT acceptable.**

Cleveland

(City)

Ohio

(State)

44114

(Zip Code)

Must be authenticated by an authorized representative

[Signature Box]

Authorized Representative

[Date Box]

Date

[Signature Box]

Authorized Representative

[Date Box]

Date

**ACCEPTANCE OF APPOINTMENT**

The undersigned, named herein as the statutory agent for

KraftMaid Cabinetry, LLC

(Name of limited liability company)

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

By:

Claudia L. Saar  
C.T. Corporation System

(Agent's signature)

**Claudia L. Saar  
Asst. Secretary**

PLEASE SIGN PAGE (2) AND SUBMIT COMPLETED DOCUMENT

<u>Mark</u>	<u>Country</u>	<u>Registration No.</u>	<u>Registration Date</u>
KRAFTMAID	Canada	385077	5/31/1991
KRAFTMAID	Chile	532730	6/24/1999
KRAFTMAID	Japan	4367750	3/10/2000
VENICIA	Bermuda	41960	3/16/2006
VENICIA	Jamaica	46821	5/16/2005
VENICIA	Japan	4912467	12/2/2005
HARMONY	Bermuda	45393	11/24/2006
HARMONY	Canada	684672	3/27/2007
HARMONY	Jamaica	48179	2/23/2006
HARMONY	Mexico	953296	9/20/2006
WOODGATE	Japan	5059319	6/29/2007

FOREIGN PROPERTIES

<u>Mark</u>	<u>Country</u>	<u>Application No.</u>	<u>Application Date</u>
KRAFTMAID	China	5336663	5/8/2006
KRAFTMAID	China	5150227	2/7/2006
KRAFTMAID	India	873459	8/27/1999
KRAFTLINE	Canada	1352331	6/19/2007
KRAFTLINE	Mexico	862944	6/20/2007
VENICIA	Bahamas	27865	6/16/2005
VENICIA	Canada	1252152	3/29/2005
VENICIA	China	5150226	2/7/2006
VENICIA	Mexico	7203999	5/31/2005
HARMONY	Bahamas	29182	3/6/2006
HARMONY	Brazil	828196346	2/21/2006
HARMONY	Chile	721291	2/27/2006
HARMONY	India	1422739	2/20/2006
HARMONY	Israel	187599	2/16/2006
WOODGATE	Canada	1314503	8/28/2006
WOODGATE	China	5580189	9/1/2006
WOODGATE	Mexico	803594	8/30/2006
IT BECOMES YOU	Canada	1366380	10/4/2007
IT BECOMES YOU	Mexico	889652	10/17/2007

FOREIGN PROPERTIES



Complete the information in this section if box (2) is checked.

The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of this limited liability company is

\_\_\_\_\_  
 (Name)

\_\_\_\_\_  
 (Street) **NOTE: P.O. Box Addresses are NOT acceptable.**

\_\_\_\_\_  
 (City) \_\_\_\_\_ (State) \_\_\_\_\_ (Zip Code)

The name under which the foreign limited liability company desires to transact business in Ohio is

\_\_\_\_\_

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is

\_\_\_\_\_  
 (Name)

\_\_\_\_\_  
 (Street) **NOTE: P.O. Box Addresses are NOT acceptable.**

\_\_\_\_\_  
 (City) \_\_\_\_\_ Ohio \_\_\_\_\_ (Zip Code)

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the OHIO SECRETARY OF STATE if:

- a. the agent cannot be found, or
- b. the limited liability company fails to designate another agent when required to do so, or
- c. the limited liability company's registration to do business in Ohio expires or is cancelled.

**REQUIRED**  
Must be authenticated (signed)  
by an authorized representative  
(See instructions)

Lawrence F. Leaman 11/16/2007  
 Authorized Representative Date

Lawrence F. Leaman  
 (Print Name)

\_\_\_\_\_  
 Authorized Representative Date

\_\_\_\_\_  
 (Print Name)