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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

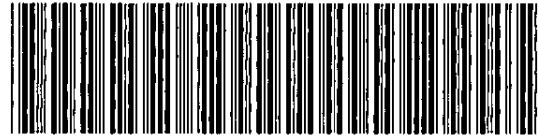
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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08 OCT 23 PM 3:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. KOHR

OCT 23 2008

EXAMINER

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TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Sterling mint LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability **conversion**
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

**CERTIFICATE OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**

FILED
08 OCT 23 PM 3:35
TALLAHASSEE, FLORIDA
STATE

This Certificate of Conversion and attached Articles of Organization are submitted to convert the "Other Business Entity" into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

1. The "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: **STERLING MINT, INC.** Pgs 0000 44480
2. The "Other Business Entity" is a corporation first incorporated under the laws of the State of Florida on May 18, 1998.
3. The jurisdiction of the "Other Business Entity" was never changed.
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is **STERLING MINT LLC.**
5. The effective date will be the date of the filing of this Certificate of Conversion and attached Articles of Organization with the Secretary of State.

Signed this 22nd day of October, 2008.

Signature of Member or Authorized Representative of Limited Liability Company

Syeda Mogul
Syeda Mogul, Member

Signature(s) on behalf of Other Business Entity

Syeda Mogul
Syeda Mogul, President

**ARTICLES OF ORGANIZATION
OF
STERLING MINT LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE 1 - NAME

The name of the limited liability company shall be **STERLING MINT LLC** ("Company").

ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be 8703 Cypress Mill Court, Tampa, Florida 33647 and the mailing address shall be Post Office Box 7874, Lakeland, Florida 33807-7874.

ARTICLE 3 - EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 - DURATION

Subject to the provisions of Article 8, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.



SPIEGEL & UTRERA, P.A.

LAWYERS

www.amerilawyer.com

1840 CORAL WAY, 4TH FLOOR, MIAMI, FL 33145 - (305) 854-6000 - (800) 603-3900 - FACSIMILE (305) 860-2076
MAILING ADDRESS - POST OFFICE BOX 450605, MIAMI, FL 33245-0605

ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is 8703 Cypress Mill Court, Tampa, Florida 33647, and the name of the registered agent at this address is Syeda Mogul.

ARTICLE 7 - ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 8 - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

ARTICLE 9 - MANAGEMENT

The Company shall be managed by a manager or manager(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names of all such manager(s) who is/are to serve as manager(s) is/are:

Operating Manager: Syeda Mogul

Secretary: Syeda Mogul

whose mailing addresses shall be the same as the principal office of the Company.



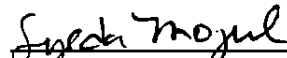
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IN WITNESS WHEREOF the undersigned, a member of the limited liability company, has made and subscribed these Articles of Organization at Miami, Florida, for the foregoing uses and purposes, this 22nd day of October, 2008.



Syeda Mogul, Member

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF ORGANIZATION**

Syeda Mogul, having a business office identical with the registered office of the Company named above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.



Syeda Mogul, Registered Agent



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