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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

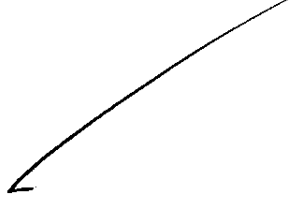
(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch NOV 15 2007

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Expense Reduction Consulting, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Susan Karl
(Name of Person)

The Wells Law Firm, P.C.
(Firm/Company)

29713 Troutdale Scenic Drive, Suite 2-C
(Address)

Evergreen, CO 80439
(City/State and Zip code)

For further information concerning this matter, please call:

Susan Karl at (303) 670-5121
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

THE
WELLS LAW
FIRM, P.C.

November 8, 2007

New Filing Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Conversion of Expense Reduction Consulting, Inc. from a Florida Corporation to a Colorado Corporation

Dear Sir or Madam:

The above-referenced corporation has filed the appropriate documents in Colorado to convert the company from a Florida corporation to a Colorado corporation and said conversion has been approved by the Colorado Secretary of State. It is our understanding, and your office confirmed, that as there are no Florida statutes pertaining to this form of conversion, the company should now dissolve in Florida and apply for foreign corporation status.

To this end, please find enclosed the following documents:


1. Articles of Dissolution;
2. Application by Foreign Corporation for Authorization to Transact Business in Florida;
3. Certificate of Good Standing from the Colorado Secretary of State; and
4. A check from this firm in the amount of \$105.00 for filing fees.

Please contact us if there are any questions. Thank you.

Sincerely,

THE WELLS LAW FIRM, P.C.

By:


Susan Karl
Paralegal



encl

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Expense Reduction Consulting, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Colorado

(State or country under the law of which it is incorporated)

3.

(FEI number, if applicable)

4. September 25, 1995

(Date of incorporation)

5.

(Duration: Year corp. will cease to exist or "perpetual")

6. September 25, 1995 * Explained in Letter

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 27902 Meadow Drive, Suite 130

(Principal office address)

Evergreen, CO 80439

(Current mailing address)

8. financial consulting

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Tina Ronder

Office Address: 4613 N. University Drive, #292

Coral Springs, Florida 33067

(City)

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Tina M. Ronder (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Victor J. Ronder

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Victor J. Ronder

Address: 27902 Meadow Drive, Suite 130
Evergreen, CO 80439

Vice President: _____

Address: _____

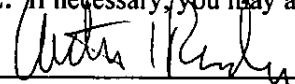
Secretary: Tina G. Ronder

Address: 4613 N. University Drive, #292, Coral Springs, FL 33067

Treasurer: Victor J. Ronder

Address: 27902 Meadow Drive, Suite 130, Evergreen, CO 80439

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Victor J. Ronder, President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Mike Coffman, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

Expense Reduction Consulting, Inc.

is a
Corporation

formed or registered on 09/04/2007 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20071400553 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 11/06/2007 that have been posted, and by documents delivered to this office electronically through 11/08/2007 @ 18:48:51 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 11/08/2007 @ 18:48:51 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 6930237 .



Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."