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APR 27 2018

CT Corp.

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Date: 4/26/2018

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Name:	Latecoere International, Inc.
Document #:	
Order #:	10942259

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Thank you!

**ARTICLES OF CONVERSION
OF
LATECOERE INTERNATIONAL, INC.
TO
THE STATE OF WASHINGTON
FROM
THE STATE OF FLORIDA**

FILED
18 APR 26 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1) LATECOERE INTERNATIONAL, INC., a corporation incorporated in the State of Florida, is being converted to a corporation incorporated in the State of Washington, pursuant to a Plan of Conversion submitted herewith, which has been approved by the Board of Directors and also by the Sole Shareholder of LATECOERE INTERNATIONAL, INC. (the "Conversion").

2) The name of the entity before the Conversion is Latecoere International, Inc., and its form is a C Corporation.

3) The name of the entity after the Conversion is Latecoere International, Inc., and its form remains a C Corporation.

4) Articles of Incorporation that comply with RCW 23B.02.020 are being submitted herewith.

5) The effective date of the Conversion will be upon filing of the documents.

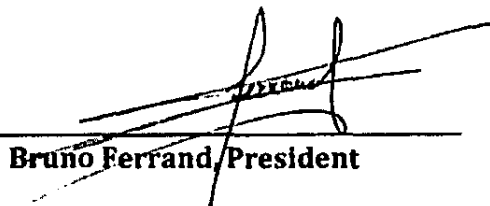
6) The Conversion has been approved by the Sole Shareholder of the entity pursuant to RCW 23B.09.030.

7) **(i)** The surviving entity consents to service of process pursuant to RCW 23.95.450 in a proceeding to enforce any obligation of the rights of dissenting shareholders of the domestic corporation.

(ii) The street and mailing address of the entity that may be used for service of process under RCW 23.95.450 is:

Latecoere International, Inc.
500 Yale Avenue North - Suite 167
Seattle, WA 98109

Signed this 16th day of February, 2018


Bruno Ferrand, President

**PLAN OF CONVERSION
OF
LATECOERE INTERNATIONAL, INC.
TO
THE STATE OF WASHINGTON
FROM
THE STATE OF FLORIDA**

WHEREAS, LATECOERE INTERNATIONAL, INC. (the "Corporation") was organized under the laws of the State of Florida on June 5, 1981, and has continued to do business in the State of Florida from that date to the present;

WHEREAS, the Corporation wishes to terminate its presence in the State of Florida and move its offices to the State of Washington in order to be in proximity to its largest client;

WHEREAS, the Corporation wishes to convert to become a corporation under the laws of the State of Washington pursuant to Washington Revised Code 23B.09.010 and to dissolve under the laws of the State of Florida.

NOW, THEREFORE, The following Articles of Conversion are adopted by unanimous decision of the Board of Directors of the Corporation, and with the consent of its sole shareholder.

1) The Corporation

The name of the Corporation is Latecoere International, Inc. It was incorporated in the State of Florida on June 5, 1981. The number of authorized shares is . The number of issued and full paid shares is . All of the shares were issued to Latecoere (a French corporation).

2) Governance

The three directors of the Corporation are

- Yannick Assouad
- Herve Blanchard, and
- Bruno Ferrand.

The Officers of the Corporation are

- President
- Secretary: Pierre Cournot

3) Terms and Conditions of the Conversion

The purpose of the Conversion is to convert the Corporation from a Florida corporation to a State of Washington corporation. (This type of transaction is sometimes called a re-domestication.)

The office of the Corporation in the State of Florida located at 80 SW 8th Street - Suite 2071, Miami, FL 33130, shall be closed.

The principal office of the Corporation in the State of Washington shall be located at 500 Yale Avenue North, Suite 167, Seattle, WA 98109.

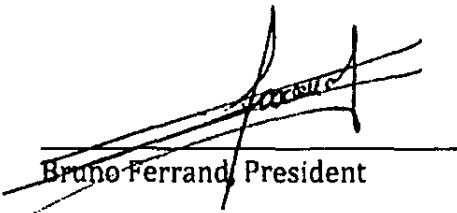
Upon the conversion of the Corporation from a Florida corporation to a Washington corporation, the capital structure shall remain the same, the directors shall remain the same, and the officers shall remain the same.

No dividend or other financial transaction shall be effected in connection with the conversion. All agreements of the Corporation, whether with third parties or within the Latecoere Group, shall remain in full force and effect.

4) Date of Effectiveness

The conversion shall be effective upon filing of the Certificate of Incorporation with the Secretary of State of the State of Washington.

Dated: February 15, 2018



Bruno Ferrand, President