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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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(Business Entity Name)

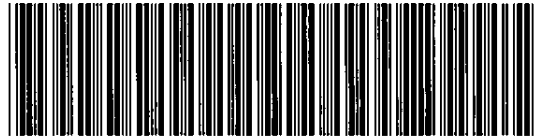
(Document Number)

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TO ACKNOWLEDGE  
SUFFICIENCY OF FILING



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 853022 7480772

AUTHORIZATION

*[Handwritten Signature]*

COST LIMIT : \$ 180.00

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SECRETARY OF STATE

ORDER DATE : April 16, 2007

ORDER TIME : 2:39 PM

ORDER NO. : 853022-010

CUSTOMER NO: 7480772

CONVERSION FILING

NAME: PRODUCT QUEST LOGISTICS, LLC

XX CERTIFICATE OF CONVERSION

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: \_\_\_\_\_

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

**FILED**  
07 APR 16 AM 9:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida limited liability company in accordance with Section 608.439, Florida Statutes.

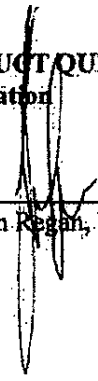
1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is **PRODUCT QUEST LOGISTICS, INC.**, a Florida corporation incorporated on July 21, 2006, under Document Number P06000100568.

2. The name of the Florida limited liability company as set forth in the attached Articles of Organization is **PRODUCT QUEST LOGISTICS, LLC**.

3. The effective date of the conversion shall be the date of filing of this Certificate of Conversion by the Florida Department of State.

IN WITNESS WHEREOF, this Certificate of Conversion is executed on April 16th, 2007.

**PRODUCT QUEST LOGISTICS, INC., a Florida corporation**

By:   
John Regan, Vice President

**ARTICLES OF ORGANIZATION  
OF  
PRODUCT QUEST LOGISTICS, LLC**

The undersigned, for the purpose of forming a limited liability company for profit under the laws of Florida, adopts the following Articles of Organization:

**Article I  
Name**

Section 1.1. Name. The name of this limited liability company shall be PRODUCT QUEST LOGISTICS, LLC.

**Article II  
Principal Office and Mailing Address**

Section 2.1. Principal Office and Mailing Address. The principal office and mailing address of this limited liability company shall be 330 Carswell Avenue, Holly Hill, Florida 32117.

**Article III  
Initial Registered Agent and Address**

Section 3.1. Name and Address. The name and street address of the initial registered agent of this limited liability company are:

John Regan  
330 Carswell Avenue  
Holly Hill, FL 32117

**Article IV  
Effective Date; Duration**

Section 4.1. Effective Date. The existence of this limited liability company shall commence on the date these Articles are filed with the Florida Department of State.

Section 4.2. Duration. This limited liability company shall terminate on the date set forth in its Operating Agreement.

**Article V  
Purposes**

Section 5.1. Purposes. This limited liability company is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and

Michael J. Ivan, Jr., Esquire  
IVAN & COLE  
One Independent Drive, Suite 3131  
Jacksonville, Florida 32202  
Telephone: (904)358-3006

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of the State of Florida, including but not limited to, sourcing chemicals and components for use in cosmetics manufacturing.

**Article VI**  
**Admission of Additional Members**

**Section 6.1. Admission of Additional Members.** The members may admit one or more additional members to the limited liability company. Admission of any such additional member shall require the unanimous written consent of all members then having an interest in the limited liability company.

**Article VII**  
**Management**

**Section 7.1. Management.** This limited liability company shall be managed by one or more managers and is, therefore, a manager-managed company. The managers shall be elected in the manner set forth in the Operating Agreement. The managers shall hold the offices and have the responsibilities accorded to them by the members as set out in the Operating Agreement. The names and street addresses of the initial managers of this limited liability company are:

John Regan  
330 Carswell Avenue  
Holly Hill, FL 32117

Scott Radikopf  
330 Carswell Avenue  
Holly Hill, Florida 32117

Robert J. Kwait  
330 Carswell Avenue  
Holly Hill, Florida 32117

Todd M. Kwait  
330 Carswell Avenue  
Holly Hill, Florida 32117

William R. Webb  
330 Carswell Avenue  
Holly Hill, Florida 32117

Darlene Burton  
80 Kenney Road  
New Ipswich, New Hampshire 03071

**Article VIII**  
**Operating Agreement**

**Section 8.1. Operating Agreement.** The initial Operating Agreement of this limited liability company shall be adopted by the members. The Operating Agreement shall be adopted, altered, amended or repealed from time to time as provided in the Operating Agreement.

**Article IX**  
**Amendment**

**Section 9.1. Amendment.** The members, by vote of members holding a majority of the interests in the limited liability company, shall have the right to amend or repeal any provision contained in these Articles of Organization.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization the 16th day of April, 2007.

\_\_\_\_\_  
John Regan

"Member"

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: PRODUCT QUEST LOGISTICS, LLC.
2. The name and the Florida street address of the registered agent are:

John Regan  
330 Carswell Avenue  
Holly Hill, FL 32117

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of the statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

\_\_\_\_\_  
John Regan