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**SECRETARY OF STATE
TALLAHASSEE FLORIDA 1A**

FLOYD, SAMMONS & SPANJERS, P.A.
ATTORNEYS AT LAW
1556 SIXTH STREET, S.E.
WINTER HAVEN, FLORIDA 33880-4509

THOMAS C. FLOYD*
ROBERT O. SAMMONS
CRAIG M. SPANJERS
TRACY M. WYNTER#
*of Counsel

AREA CODE 863
TELEPHONE 293-3801
FACSIMILE 294-0976
#Admitted in Florida
and Pennsylvania

September 29, 2009

Via: FedEx Standard Overnight

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

Re: Conversion of ATM Metabolics LLLP into ATM Metabolics, LLC

Dear Sir/Madam:

Please file the following enclosed documents:

1. Certificate of Conversion for ATM Metabolics, LLLP, an "Other Business Entity" into ATM Metabolics, LLC, a Florida Limited Liability Company, and
2. Articles of Organization of ATM Metabolics, LLC.

Our operating check 13709 in the amount of \$150.00 is enclosed in payment of the filing fees (\$25.00 for the Certificate of Conversion and \$125.00 for the Articles of Organization. Please return the original filed documents to us in the enclosed self-addressed stamped envelope.

If you have any questions or concerns, please give our office a call at (863) 293-3801.

Thank you for your assistance.

Sincerely Yours,



Colin Sammons
Legal Secretary for
Floyd, Sammons & Spanjers, P.A.

COS/sdr

Enclosure

W:\Docs\Entities\Limited Liability Companies\ATM Metabolics, LLC\20090929 Filing Transmittal via FedEx - Certificate of Conversion and Articles.doc

CERTIFICATE OF CONVERSION
FOR
ATM METABOLICS LLLP, AN "OTHER BUSINESS ENTITY"
INTO
ATM METABOLICS, LLC, A FLORIDA LIMITED LIABILITY COMPANY

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 s.608.439 and 620.8914, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: "**ATM Metabolics LLLP**".
2. The "Other Business Entity" is a **limited liability limited partnership** first formed under the laws of **Florida** on **November 20, 2007**.
3. The name of the Florida Limited Liability Company as set forth in the Articles of Organization is: "**ATM Metabolics, LLC**".
4. This conversion was approved by all partners of ATM Metabolics, LLC in the manner required by Chapter 620 F.S. and complies with the applicable laws governing ATM Metabolics, LLLP.
5. The effective date shall be on the date of filing of this Certificate and the Articles of Organization.
6. This certificate may be signed in separate counterparts and the original signed counterpart signature pages may be assembled and filed.

Signed this 8 day of September, 2009.

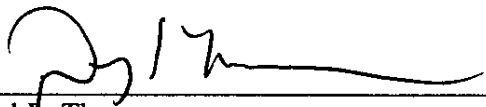
ATM Metabolics, LLC

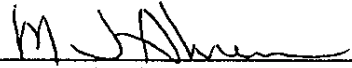
By: M. Joseph Ahrens
M. Joseph Ahrens, Vice President

(Signatures of all general partners of ATM Metabolics, LLLP are on the following page(s))

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned persons constitute all of the partners of ATM Metabolics, LLLP:


Daryl L. Thompson
409 Bayou Road, Winter Haven, FL 33884


M. Joseph Ahrens
775 West Pierce Street, Lake Alfred, FL
33850

Drumm Solutions L.L.C., a Florida limited
liability company

By: _____
Kevin Drumm, managing member
4309 Place Le Manes, Lutz, FL 33558

Cypress Shores LLC, a Nevada limited
liability Company

By: _____
Jana McCarty, president (manager)
297 Kingsbury Grade, Suite D,
Lake Tahoe, NV 89449-4470

Lime Green LLC, a Nevada limited
liability company

By: _____
Dominic Machan, Managing Member
297 Kingsbury Grade, Suite D
P.O. Box 4470
Lake Tahoe, NV 89449-4470

Apple Green LLC, a Nevada limited
liability company

By: _____
Luke Machan, Managing Member
297 Kingsbury Grade, Suite D
P.O. Box 4470
Lake Tahoe, NV 89449-4470

DiBenedetto Holdings, LLC

By: Thomas R. DiBenedetto
Title:
151 Tremont St. #102
Boston, MA 02111

Oliver Machan
89 Perryfield Street
Maidstone
Kent
ME14 2SZ
United Kingdom

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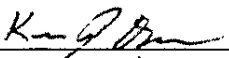
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dm

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DiBenedetto Holdings, LLC


By: Thomas R. DiBenedetto
Title: MANAGER
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Boston, MA 02111

Oliver Machan
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Oliver Machan
89 Perryfield Street
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United Kingdom

5
Fax Audit Number H

ARTICLES OF ORGANIZATION
OF
ATM METABOLICS, LLC

The undersigned member files these Articles of Organization of a new Limited Liability Company, under the laws of the State of Florida.

ARTICLE I. NAME

The name of this limited liability Company is: **ATM Metabolics, LLC**

ARTICLE II. INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of the Company in the State of Florida is 6039 Cypress Gardens Boulevard, Winter Haven, Florida 33884. The mailing address of the initial principal office of the Company in the State of Florida is 6039 Cypress Gardens Boulevard #238, Winter Haven, Florida 33884. The Board of Managers may from time to time move the principal office to any other address.

THIS INSTRUMENT PREPARED BY:

Robert O. Sammons, Esq.
Floyd, Sammons & Spanjers, P.A.
1556 Sixth Street SE
Winter Haven, FL 33880-4509
Florida Bar Number 0021348
(863) 293-3801

Fax Audit Number H
MM

Fax Audit Number H

ARTICLE III. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the limited liability company in the State of Florida is 1556 Sixth Street SE, Winter Haven, Florida 33880-4509, and the name of the limited liability company's initial registered agent at that address is Robert O. Sammons.

ARTICLE IV. MANAGEMENT

The limited liability company shall be a manager-managed company. The initial Board of Managers, which shall have the powers of and act in the same manner as directors in a corporation, shall be Daryl Thompson, Milton Joseph Ahrens, Tom DiBenedetto, and Dominic Machan. If the Board of Manager(s) of the limited liability company appoints officers, the officers shall have the powers of such officers of a Florida corporation.

ARTICLE V. EXISTENCE

The limited liability company shall have a perpetual existence, beginning upon the filing of these articles.

ARTICLE VI. SIGNING MEMBER

The name and street address of the Signing Member to these Articles of Organization is:

Name

Address

Milton Joseph Ahrens

775 West Pierce Street
Lake Alfred, Florida 33850


Executed this 8 day of September, 2009.

Fax Audit Number H

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TALLAHASSEE FLORIDA

MA

Fax Audit Number H


Milton Joseph Ahrens, Signing Member

Fax Audit Number H


11/11/2011 11:11:11

Fax Audit Number H

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That ATM Metabolics, LLC, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Organization, at 6039 Cypress Gardens Boulevard, Winter Haven, Florida 33884, has named, Robert O. Sammons, located at 1556 Sixth Street SE, Winter Haven, Polk County, Florida 33880-4509, as its agent to accept service of process within this state.


Milton Joseph Ahrens,
Signing Member

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Company, at the place designated in this certificate, I hereby accept to act in this

THIS INSTRUMENT PREPARED BY:

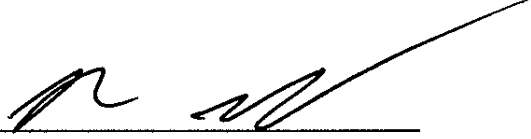
Robert O. Sammons, Esq.
Floyd, Sammons & Spanjers, P.A.
1556 Sixth Street SE
Winter Haven, FL 33880-4509
Florida Bar Number 0021348
(863) 293-3801

Fax Audit Number H

DUT

capacity and agree to comply with the provision of said act relative to keeping open said office.

I am familiar with, and accept, the obligations of that position.



Robert O. Sammons
Registered Agent