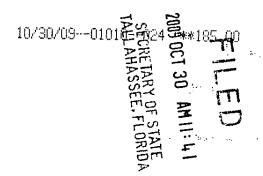
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(Re	equestor's Name)			
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PICK-UP	☐ WAIT	☐ MA	AIL	
(Ru	siness Entity Name	;	:	
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···(Do	cument Number)			<u>.</u>
Certified Copies	_ Certificates of Status _		÷	:
Special Instructions to	Filing Officer:		`.	,
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Office Use Only



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EXAMINER

NOV - 2 2009

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COVER LETTER

TO: Registration Section Division of Corporations				
SUBJECT: Name of Resulting Florida Limited Company)				
The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.				
Please return all correspondence concerning this matter to:				
Michael Mierr (Contact Person) Nier Products Inc (Firm/Company) 6678 Newport Lytus Circle (Address) Bacq Raton Florida 33896 (City, State and Zip Code) For further information concerning this matter, please call:				
Michael Niev at (561) 989-5049 (Name of Contact Person) (Area Code and Daytime Telephone Number)				
Enclosed is a check for the following amount:				
\$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization) \$155.00 Filing Fees and Certified Copy and Certificate of Status \$180.00 Filing Fees and Certified Copy & \$185.00 Filing Fees & Certified Copy & Certificate of Status				
STREET ADDRESS: Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301 MAILING ADDRESS: Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314				

Certificate of Conversion

For

"Other Business Entity"

Into

Florida Limited Liability Company

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

1. The name of the "Other Business Entity" immediately prior to the filing of this				
Certificate of Conversion is: Nier Products Inc DORS				
(Enter Name of Other Rusiness Entity)				
2. The "Other Business Entity" is a <u>Corporation</u> (Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)				
(Enter entity type. Example: corporation, limited partnership,				
first organized, formed or incorporated under the laws of to ride				
(Enter state, or if a non-U.S. entity, the name of the country)				
on 8-17-2009				
(Enter date "Other Business Entity" was first organized, formed or incorporated)				
3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated: None				
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:				
Hier Products L.L.C.				
(Enter Name of Florida Limited Liability Company)				
5. If not effective on the date of filing, enter the effective date: (The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the				
effective date listed in the attached Articles of Organization, if an effective date is listed therein.)				

Signed this 27 day of October 20 09					
Signature of Member or Authorized Representative of Limited Liability Company:					
Signature of Member or Authorized Representative: Printed Name: Michael Nier Title: V. P.					
Signature(s) on behalf of Other Business Entity: [
Signature: Printed Name: 5 heller Nier	Title: Pres				
Signature: Link Min Printed Name: Devek Niev	_ Title:				
Signature:Printed Name:					
Signature:Printed Name:	Title: Title: Title: Title: Title: Title:				
Signature:Printed Name:	_ Title:				
Signature: Printed Name:	Title:				
If Florida Corporation: Signature of Chairman, Vice Chairman, Director, or Officer. If Directors or Officers have not been selected, an Incorporator must sign.					
If Florida General Partnership or Limited Liability Partnership: Signature of one General Partner.					
If Florida Limited Partnership or Limited Liability Limited Partnership: Signatures of ALL General Partners.					
All others: Signature of an authorized person.					
Fees:					
Certificate of Conversion: Fees for Florida Articles of Organization: Certified Copy: Certificate of Status:	\$25.00 \$125.00 \$30.00 (Optional) \$5.00 (Optional)				

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name				
The name of the Lim	iited Liability Con	npany is:		
Nier	Products	L.L.C.	·	
(Must end with the words " "LLC.")	Limited Liability Compa	any," the abbreviation "L.	.L.C.," or the designation	
ARTICLE II - Add The mailing address Liability Company is	and street address	of the principal off	fice of the Limited	
Principal Office Ad	dress:	<u>Mailing</u>	Address:	
ARTICLE III - Reg Signature: (The Limited Liability Comindividual or another business entity with an act	npany cannot serve as its	own Registered Agent. Y	Fig. 7	
The name and the Florida street address of the registered agent are:				
	Michael 1	lier		
<u>.</u> 1		ess (P.O. Box <u>NOT</u>		
	Bay Raton	FL	33496	
City, State, and Zip				
Having book and	d as usaistaus d as	out and to account an	mias of musasses for the	

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 all 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

Registered Agent's Signature (REQUIRED)

(CONTINUED) Page 1 of 2

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

<u>Title:</u> "MGR" = Manager "MGRM" = Managing Member	Name and Address:
MCKW - Wallaging Wellber	Michael Nier
MGR	Shelley Hier
MGRM	Peret Nier
ARTICLE V: Effective date, if other than the d (The effective date: 1) cannot be prior to not document is filed by the Florida Department the effective date listed in the attached Cer	(OPTIONAL) :: r more than 90 days after the date this = t of State; <u>AND</u> 2) must be the same as
date is listed therein.) REQUIRED SIGNATURE: Michael Mir.	
Signature of a member or an auth	orized representative of a member.
of this document constitutes an affir	8(3), Florida Statutes, the execution mation under the penalties of perjury ed herein are true.)
Michael	Nier
Typed or printe	d name of signee
Filing Fees:	

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional) \$ 5.00 Certificate of Status (Optional)