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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

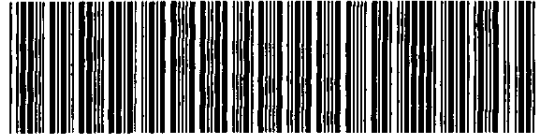
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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T. CLINE
JAN 26 2010
EXAMINER

Law Offices of Daniel E. Jonas, P.A.
300-71st St., Ste. 405
Miami Beach, FL 33141
(305) 866-7621
Fax (305) 866-7063
danjonas@bellsouth.net

January 22, 2010

Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Subject: Matania Omer, Inc.

To Whom It May Concern:

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 Matania Omer at 3500 Mystic Pointe Drive, Apt. 602, Aventura, Florida 33180.

Enclosed is a check in the amount of \$185.00 covering filing fees, certified copy and certificate of status.

Sincerely,


DANIEL E. JONAS, Esq.

DEJ/jm

Enclosures

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TALLAHASSEE, FLORIDA

**Certificate of Conversion for Matania Omer, Inc. Into
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, Florida Statutes.

268-97899

1. Matania Omer, Inc., a Florida Corporation, has been converted into Matania Omer, LLC, a Florida Limited Liability Company, in compliance with Chapter 607, F.S. (2009). The conversion complies with the applicable laws governing Matania Omer, LLC.

2. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: Matania Omer, Inc.

3. The "Other Business Entity" is a Corporation first organized, formed incorporated under the laws of Florida on October 31, 2008.

4. The Name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Matania Omer, LLC.

5. The plan of conversion was approved by Matania Omer, Inc. in accordance with Chapter 607, Florida Statutes.

6. The conversion shall be effective upon filing.

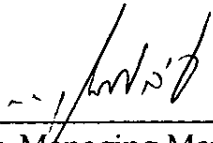
7. The principal office of Matania Omer, LLC is 3500 Mystic Pointe Dr., Apt. 602, Aventura, FL 33180.

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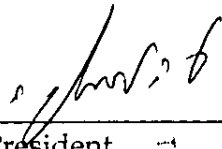
8. Matania Omer, LLC has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under ss. 607.1301-607.1333. There are no shareholders with such rights.

Signed this 23 day of November 2009.

Matania Omer, LLC

By: 
Matania Omer, Managing Member

Matania Omer, Inc.

By: 
Matania Omer, President

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**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

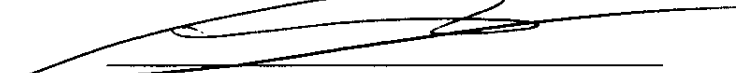
ARTICLE I- The Name of the Limited Liability Company is MATANIA OMER, LLC.

ARTICLE II - The mailing address and street address of the principal office of the Limited Liability Company is 3500 Mystic Pointe Dr., Apt. 602, Aventura, FL 33180.

ARTICLE III- The name and the Florida street address of the registered agent are:

Thomas Essence
3500 Mystic Pointe Dr., Apt. 602
Aventura, FL 33180

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 Chapter 608, F.S.


Registered Agent's Signature

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STATE OF FLORIDA
SECRETARY OF STATE

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

<u>Title:</u>	<u>Name and address:</u>
Managing Member	Matania Omer 3500 Mystic Pointe Dr., Apt. 602 Aventura, FL 33180

ARTICLE V: The effective date is the date of filing with the Florida Secretary of State.

Dated this 23 day of November, 2009.

MATANIA OMER, Managing member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**PLAN OF CONVERSION OF MATANIA OMER, INC., a Florida corporation,
to Matania Omer, LLC, a Florida Corporation**

COMES NOW Matania Omer, Inc., a Florida Corporation (hereinafter the "Company"), by MATANIA OMER, the sole shareholder of the Company, pursuant to §607.1112, F.S. (2009), and hereby adopts and approves this Plan Of Conversion to Convert the Company from a Florida Corporation to Matania Omer, LLC, a Florida Limited Liability Company, and in support thereof states:

1. The name of the Corporation to be converted is Matania Omer, Inc. The Company will be converted to Matania Omer, LLC, a Florida Limited Liability Company (hereinafter the "LLC").
2. The terms and conditions of the conversion shall be that MATANIA OMER, as the sole shareholder of the Company, shall exchange all of the issued and outstanding shares in the Company for all of the Membership Interests in the LLC.
3. Attached hereto is a copy of the Articles of Organization of the LLC.

THIS PLAN OF CONVERSION was adopted and approved by the Board of Directors and the shareholders of Matania Omer, Inc. at a duly called meeting held in Miami Beach, Florida on November 23, 2009.

The undersigned stockholder, by the execution of this Plan, waives notice of the foregoing meeting.

ADOPTED AND APPROVED this 23 day of November, 2009.



MATANIA OMER

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TALLAHASSEE, FLORIDA

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CONSENT TO REGISTRATION OF MATANIA OMER, LLC

COMES NOW Matania Omer, Inc., a Florida Corporation, and pursuant to §608.406(2), F.S. (2009), and hereby consents to the registration with the Secretary of State of Florida of Articles of Organization of MATANIA OMER, LLC.

DATED this 23 day of November, 2009.

MATANIA OMER, INC., a Florida Corporation

By: _____

MATANIA OMER, President

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