

L11000054021

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

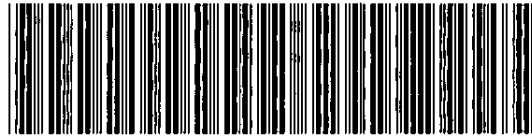
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer.

Office Use Only



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05/06/11--01015--007 **185.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 MAY -6 PM '11

N. Culligan MAY -6 2011

MetalForming Equipment Leasing, LLC
309B Blackshear Dr
Panama City, FL 32404
Office: 850-871-5672
Fax: 850-254-1952
E-mail TheBMCCorp@comcast.net

April 29, 2011

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Certificate of Conversion
MetalForming Equipment Leasing, LLC M08000002607
MetalForming Equipment Leasing, LLC W11000019033

Enclosed please find form NIHS11 "Certificate of Conversion" and a check issued to **Florida Department of State** of \$185.00 for the filing of this form. This LLC, "MetalForming Equipment leasing, LLC", was originally incorporated in Nevada at the suggestion of a "Business Friend" of the owner, James E Roberts on March 20, 2008. This business is physically located at:

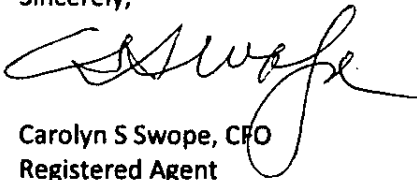
309B Blackshear Dr.
Panama City, FL 32404

and has conducted business solely through this address since its inception. This Limited Liability Company is registered as a domestic Limited Liability Company in Nevada, and a foreign Limited Liability Company in Florida.

The first above document number, F08000002416, issued by Florida, shows that we are registered in Florida as a foreign profit corporation. The second document number, W11000019264, was also issued by Florida, but was payment of \$160.00 sent with the incorrect forms.

I would so much appreciate any assistance you could offer me. If you have any questions please do not hesitate to call me at the above number.

Sincerely,



Carolyn S Swope, CFO
Registered Agent

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MetalForming Equipment Leasing, LLC
(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:

James E Roberts
(Contact Person)

MetalForming Equipment Leasing, LLC
(Firm/Company)

309B Blackshear Dr.
(Address)

Panama City, FL 32404
(City, State and Zip Code)

TheBMCCorp@comcast.net
E-mail address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

James E Roberts at (850) 871-5672
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|---|
| <input type="checkbox"/> \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) | <input type="checkbox"/> \$155.00 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$180.00 Filing Fees
and Certified Copy | <input checked="" type="checkbox"/> \$185.00 Filing Fees,
Certified Copy, and
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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 MAY -6 PM 3 18

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.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

MetalForming Equipment Leasing, LLC 1108-2607
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a LLC.
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Nevada
(Enter state, or if a non-U.S. entity, the name of the country)

on March 20, 2008.
(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:

N/A

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

MetalForming Equipment Leasing, LLC
(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.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 29 day of April 2011.

Signature of Member or Authorized Representative of Limited Liability Company:

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative:

Printed Name: James E Roberts

Title: CEO/Pres.

Signature(s) on behalf of Other Business Entity: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature:

Printed Name: James E Roberts

Title: CEO/Pres.

Signature:

Printed Name: Carolyn S Swope

Title: CEO/Sec.

Signature:

Printed Name:

Title:

Signature:

Printed Name:

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:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

MetalForming Equipment Leasing, LLC

(Must end with the words "Limited Liability Company, the abbreviation "L.L.C.," or the designation "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

309B Blackshear Dr.

Same

Panama City, FL 32404

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

Carolyn S Swope

Name

309B Blackshear Dr.

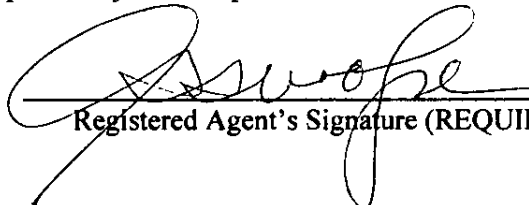
Florida street address (P.O. Box **NOT** acceptable)

Panama City

FL 32404

City, State, and Zip

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 (REQUIRED)

(CONTINUED)

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

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

Title:

Name and Address:

"MGR" = Manager

"MGRM" = Managing Member

MGRM

James E Roberts
309B Blackshear Dr.
Panama City, FL 32404

MGR

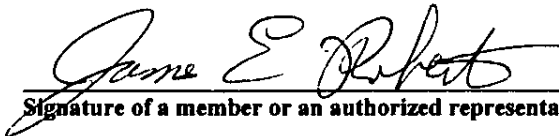
Carolyn S Swope
309B Blackshear Dr.
Panama City, FL 32404

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____
(OPTIONAL)

(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 Certificate of Conversion, if an effective date listed therein.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a 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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

James E Roberts

Typed or printed name of signer

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 MAY -6 PM '98