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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

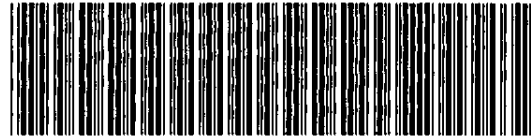
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

T. HAMPTON

SEP 21 2011

EXAMINER

JUDITH KENNEY & ASSOCIATES, P.A.

Law Offices

2001 Biscayne Blvd., Suite 2620 Miami, Florida 33137
Telephone (305) 572-1020 Facsimile (305) 572-1085
e-mail jkenney@jkpalaw.com

September 19, 2011

VIA UPS OVERNIGHT

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

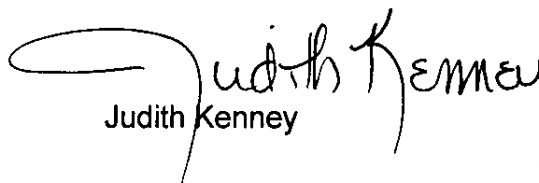
Ladies and Gentlemen:

Enclosed please find two original sets of the following documents together with our check in the amount of \$150.00 for the filing fees:

PayerFusion Corporation Certificate of Conversion	\$25.00
PayerFusion Holdings, LLC Articles of Organization	\$125.00

I have also enclosed a self-addressed envelope for return of the file-stamped documents.

Sincerely,


Judith Kenney

Enclosures

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Certificate of Conversion
For
PAYERFUSION CORPORATION
Into
PAYERFUSION HOLDINGS, LLC, a
Florida Limited Liability Company

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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 of the Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is PAYERFUSION CORPORATION, which is a corporation that was incorporated under the laws of the State of Florida on June 17, 2009.
2. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is PAYERFUSION HOLDINGS, LLC.
3. This conversion shall be effective on October 1, 2011
4. This conversion is permitted by the applicable law governing PayerFusion Corporation, and the conversion complies with such law and with the requirements of Section 608.439 of the Florida Statutes, in effecting the conversion.
5. PayerFusion Corporation currently exists on the official records of the State of Florida under which it is currently incorporated.

Signed this 13th day of September, 2011.

Signature of Member or Authorized Representative of PayerFusion, LLC:

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.

PayerFusion, LLC:


Griselle C. Chernys, Manager

Signature on behalf of PayerFusion Corporation:

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

PayerFusion Corporation


Griselle C. Chernys, President

ARTICLES OF ORGANIZATION
OF
PAYERFUSION HOLDINGS, LLC

The undersigned hereby files the following Articles of Organization, for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I

NAME

The name of the limited liability company shall be:

PAYERFUSION HOLDINGS, LLC

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ARTICLE II

EXISTENCE AND DURATION

The existence of the limited liability company shall commence on October 1, 2011 and shall be perpetual.

ARTICLE III

PURPOSE

This limited liability company is organized for the purpose of engaging in any and all businesses and activities permitted by the laws of the State of Florida, which business activities may include owning, holding, improving, using, dealing in, managing, selling, mortgaging, pledging, leasing, exchanging, transferring and disposing of property, both real and personal and wherever situated, and shall have all powers necessary or convenient to effect any or all of the purposes for which the company is organized.

ARTICLE IV

PRINCIPAL OFFICE

The mailing address and the street address of the principal office of this limited liability company shall be located at 5200 Blue Lagoon Drive, Suite 100, Miami, Florida 33126.

ARTICLE V

INITIAL REGISTERED AGENT

The initial registered agent and street address of the initial registered agent of the limited liability company shall be:

Griselle C. Chernys
5200 Blue Lagoon Drive
Suite 100
Miami, Florida 33126

ARTICLE VI

MANAGEMENT

This company will be managed by one or more managers. The initial Manager is:

Griselle C. Chernys
5200 Blue Lagoon Drive
Suite 100
Miami, Florida 33126

ARTICLE VII

**RESTRICTIONS ON MEMBERSHIP AND
RIGHT TO CONTINUE AFTER WITHDRAWAL OF A MEMBER**

The Manager shall have the right to admit new members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

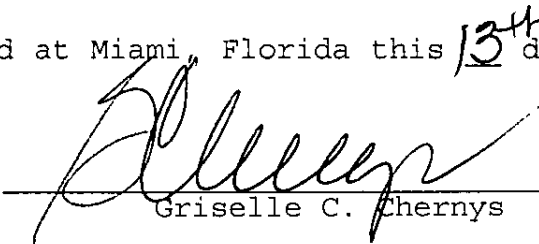
A member's interest in the limited liability company may not be sold or otherwise transferred except with the written consent of the Manager.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall continue the business.

The undersigned, being the Manager of the limited liability company, hereby certifies that the foregoing constitutes the Articles of Organization of PAYERFUSION HOLDINGS, LLC.

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Executed by the undersigned at Miami, Florida this 13th day of September, 2011.



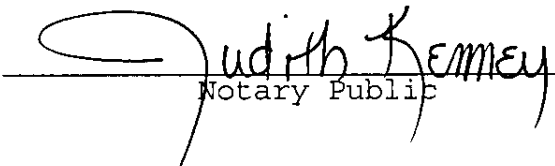
Griselle C. Chernys

ACKNOWLEDGMENT

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing was acknowledged before me this 13th day of September, 2011, by Griselle C. Chernys, who is personally known to me and did not take an oath.





Notary Public

My commission expires:

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of PAYERFUSION HOLDINGS, LLC, the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by the Florida Statutes upon registered agents.

Dated this 13th day of September, 2011.



Griselle C. Chernys
Registered Agent

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