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TALLAHASSEE, FLORIDA

B. BOSTICK
DEC 19 2011
EXAMINER

ARISTA LAW

BUSINESS COUNSEL

WEALTH PRESERVATION

2655 SOUTH LE JEUNE ROAD, 5TH FLOOR
CORAL GABLES, FLORIDA 33134
TELEPHONE: (305) 444-7662
FACSIMILE: (305) 444-7275
WWW.ARISTALAW.COM

Reply to: Ed Arista

E-Mail: Ed@AristaLaw.com

December 12, 2011

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: MOREAU CONSULTANTS, INC.

To Whom It May Concern:

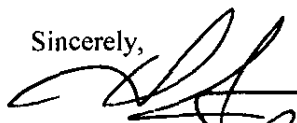
Enclosed please find: (1) the Certificate of Conversion to convert an "Other Business Entity" into a Florida limited liability company in accordance with s. 608.439, F.S.; (2) the Articles of Organization and; (3) a check in the amount of \$150.00 for the filing of the Certificate of Conversion and Articles of Organization.

Please return all correspondence concerning this matter to:

Eduardo R. Arista, Esq.
Arista Law
Gables International Plaza
2655 Le Jeune Road, 5th Floor
Coral Gables, Florida 33134

For further information concerning this matter, please call Eduardo R. Arista, at (305) 444-7662.

Sincerely,



Eduardo R. Arista, Esq.

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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Enclosures

**CERTIFICATE OF CONVERSION FOR
MOREAU CONSULTANTS INC. —
INTO MOREAU CONSULTANTS, LLC**

pol 000038953

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 §608.439, Florida Statutes.

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

2. The "Other Business Entity" is a corporation first organized, formed, or incorporated under the laws of the State of Florida on April 16, 2001.

3. The jurisdiction of the "Other Business Entity" has not changed.

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organizations shall be MOREAU CONSULTANTS, LLC.

5. The plan of conversion was approved by the converting Florida Corporation in accordance with Florida Statutes Chapter 607, and as required by the governing law of the "Other Business Entity."


6. The effective date of the conversion shall be the same as the date of filing.

7. The initial street address of the principal office shall be 7328 SW 48 Street Miami Florida 33155, or as otherwise provided by the Operating Agreement.

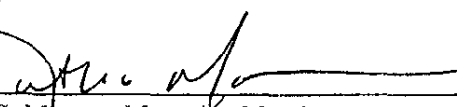
8. The initial mailing address shall be 7328 SW 48 Street Miami Florida 33155, or as otherwise provided by the Operating Agreement.

Signed this 1 day of May, 2011.

Moreau Consultants, Inc.


Jonathan B. Moreau, Director

Moreau Consultants, LLC


Jonathan B. Moreau, Managing Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
MOREAU CONSULTANTS, LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I
NAME**

The name of the Limited Liability Company is MOREAU CONSULTANTS, LLC.

**ARTICLE II
ADDRESS**

The initial street address of the principal office and mailing address is 7328 SW 48 Street, Miami, Florida 33155, or as otherwise provided by the Operating Agreement.

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

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

Eduardo R. Arista, Esq.
Arista Law
Gables International Plaza
2655 LeJeune Road, 5th Floor
Coral Gables, Florida 33134

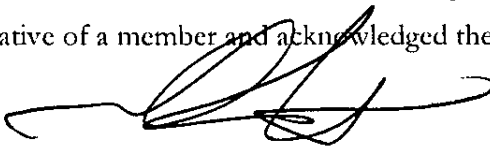
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TALLAHASSEE, FLORIDA

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by its Manager and is therefore a manager-managed company. The name and address of the initial Manager are:

Jonathan B. Moreau
7328 SW 48 Street
Miami, Florida 33155

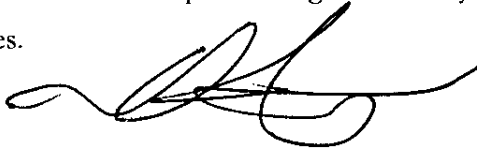
IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 12th day of December, 2011.



Eduardo R. Arista, Esq., Authorized Representative of a Member

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for MOREAU CONSULTANTS, LLC at the place designated in Article III above. 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 under Chapter 608, Florida Statutes.



Eduardo R. Arista, Esq., Registered Agent

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TALLAHASSEE, FLORIDA