

L12000004297

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

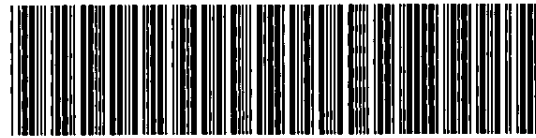
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JAN 10 2012

EXAMINER



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DEPARTMENT OF STATE
12 JAN -9 PM 3:48

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SECRETARY OF STATE
DIVISION OF CORPORATIO
12 JAN -9 AM 11:02



CT Corporation

1203 Governors Square Blvd.
Tallahassee, FL 32301-2960

850 222 1092 tel
850 878 5368 fax
www.ctcorporation.com

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 JAN -9 AM 11:02

January 9, 2012

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 8356648 SO
Customer Reference 1: 97250143-000001
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

RAPSAK CORPORATION (FL)
Conversion
Florida

Rapsak LLC (FL)
Formation
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan
Senior Fulfillment Specialist
Connie.Bryan@wolterskluwer.com

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
12 JAN -9 AM 11:02

**Certificate of Conversion
of
Rapsak Corporation,
a Florida corporation,
into
Rapsak LLC,
a Florida limited liability company**

P10000651742

This Certificate of Conversion and attached Articles of Organization are submitted to convert Rapsak Corporation, a Florida corporation, into Rapsak LLC, 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 Rapsak Corporation.
2. The date of filing of the original certificate of incorporation of Rapsak Corporation was June 18, 2010.
3. Rapsak Corporation is organized in the State of Florida.
4. The name of the Florida limited liability company into which the corporation shall be converted is Rapsak LLC, a Florida limited liability company.
5. The effective date of the conversion shall be the filing date of this Certificate of Conversion and the Articles of Organization.

6/18

Signed this 8th day of December 2011.

RAPSAK CORPORATION,
a Florida corporation

By: Gerhard Remensperger
Name: Gerhard Remensperger
Title: President

RAPSAK LLC,
a Florida limited liability company

By its manager, Idich Ltd. a British Virgin
Islands company

By: Gerhard Remensperger
Name: Gerhard Remensperger
Title: Director

FILED STATE
SECRETARY OF CORPORATIONS
12 JAN -9 AM 11:03

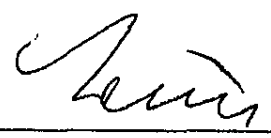
ARTICLES OF ORGANIZATION
OF
RAPSAK LLC
a Florida limited liability company

1. The name of this limited liability company is Rapsak LLC (the "Company").
2. The mailing address and street address of the principal office of the Company is:

100 North Biscayne Boulevard
Suite 2100
Miami, FL 33132
3. The name and street address of the initial registered agent of the Company for service of process in the State of Florida is:

Thomas Baur
100 North Biscayne Boulevard
Suite 2100
Miami, FL 33132
4. The personal liability of the members, managers and officers of the Company is hereby limited and eliminated to the fullest extent permitted by the laws of the State of Florida, as the same may be amended and supplemented from time to time.
5. The Company shall have the power to indemnify and advance legal defense fees to its members, managers and officers to the fullest extent permitted by the laws of the State of Florida, as the same may be amended and supplemented from time to time.

IN WITNESS WHEREOF, the undersigned authorized person has executed these Articles of Organization this 16 day of December, 2011.



Name: Thomas Baur
Title: Authorized Person

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for Rapsak LLC, at the place designated in these Articles of Organization, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto. The undersigned is familiar with the obligations of a Registered Agent under the Florida Limited Liability Company Act.



Thomas Baur