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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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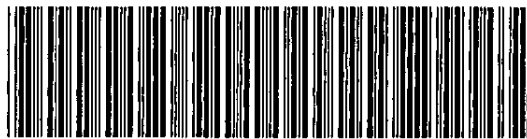
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
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D. BRUCE

JUL 24 2012

EXAMINER

JOHN S. BALL*	BEVERLY H. FURTICK*	MARY A. ROBISON*
HARRIS L. BONNETTE, JR.*	JOHN E. LAWLOR, III*	CLAY B. TOUSEY, JR.*
ANNE BUZBY-WALT*	MICHAEL R. LEAS*	CLAY B. TOUSEY III
ROBERT A. DAWKINS*	ROBERT N. MILLER*	W. HAMILTON TRAYLOR
JOHN F. FANNIN*	KRISTA WALDRON RAY	SHANNON P. VALENTINE*
MICHAEL W. FISHER**	ALLISON L. RINGLER	



PLEASE REPLY TO: JACKSONVILLE OFFICE

www.fishertousey.com

FISHER, TOUSEY, LEAS & BALL
ATTORNEYS AT LAW

July 19, 2012

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

Re: Certificate of Conversion – Fulcrum Trading, Inc. to Fulcrum Trading, LLC

To Whom It May Concern:

On behalf of our client, Fulcrum Trading, enclosed please find a Certificate of Conversion and Articles of Organization converting Fulcrum Trading, Inc., a Connecticut corporation, to Fulcrum Trading, LLC, a Florida limited liability company. Also enclosed is a check made payable to the Florida Department of State for \$150.00 which represents the required fee.

Please forward confirmation of the filing to my attention at the Jacksonville address. If you have any additional questions, please contact me at (904) 356-2600 ext. 368.

Sincerely,

Jill C. McPherson, FRP
Paralegal

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AND
FILED
12 JUL 23 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures
324808

Certificate of Conversion
For
"Other Business Entity"
Into
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.

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

Fulcrum Trading, Inc.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Corporation

(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Connecticut

(Enter state, or if a non-U.S. entity, the name of the country)

on March 6, 2000

(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:

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

Fulcrum Trading, 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.

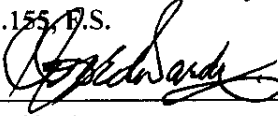
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TALLAHASSEE, FLORIDA

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AND
FILED

Signed this 18th day of July 2012.

Signature of Member or Authorized Representative of Limited Liability Company:

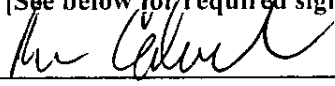
Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative: 

Printed Name: Thomas Edwards

Title: Member

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: Bruce Edwards

Title: Director

Signature: _____

Printed Name: _____

Title: _____

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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLES OF ORGANIZATION

of

FULCRUM TRADING, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I

NAME AND ADDRESS

The name of the limited liability company shall be Fulcrum Trading, LLC (the "**Company**"). The mailing address and street address of the principal office of the Company in Florida shall be 2040 Oak Hammock Drive, Ponte Vedra Beach, Florida 32082.

ARTICLE II

PURPOSES AND POWERS

The general purpose for which this Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE III

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent in the State of Florida are Thomas Edwards, 2040 Oak Hammock Drive, Ponte Vedra Beach, Florida 32082.

ARTICLE IV

ADMISSION OF MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company.

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SECRETARY OF STATE
ALLAHASSEE, FLORIDA

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ARTICLE V

TERMINATION OF EXISTENCE

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

ARTICLE VI

MANAGER

The Company shall be managed by one or more managers and is, therefore, a manager-managed limited liability company. The managers shall be elected in the manner set forth in the Operating Agreement of the Company. The managers shall hold the offices and have the responsibilities accorded to them by the members as set forth in the Operating Agreement. The name and address of the initial managers shall be Thomas Edwards, 2040 Oak Hammock Drive, Ponte Vedra Beach, Florida 32082 and Bruce Edwards, 2040 Oak Hammock Drive, Ponte Vedra Beach, Florida 32082.

ARTICLE VII

DURATION AND COMMENCEMENT

The Company shall exist perpetually. The Company's existence shall commence on the date these Articles of Organization are executed, except that if they are not filed by the Department of State of the State of Florida within five (5) business days thereafter, the Company's existence shall commence upon filing by the Department of State.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization for the foregoing use and purpose this 18th day of July, 2012.


Thomas Edwards, Member

12 JUL 23 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of the Florida Statutes, Fulcrum Trading, LLC, a Florida limited liability company (the "**Company**"), submits the following statement in designating the registered office/registered agent of the Company in the State of Florida:

1. The name of the Company is Fulcrum Trading, LLC.
2. The name and address of the registered agent and office are Thomas Edwards, 2040 Oak Hammock Drive, Ponte Vedra Beach, Florida 32082.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the 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 the Florida Limited Liability Company Act.

DATED: This 18th day of July, 2012.



Thomas Edwards

12 JUL 23 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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