

#L 12000109813

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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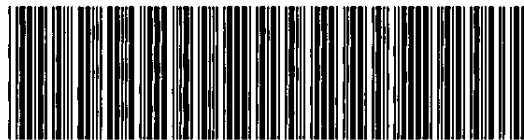
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
AUG 27 2012

STEARNS WEAVER MILLER
WEISSLER ALHADEFF & SITTERSON, P.A.

Museum Tower
150 West Flagler Street, Suite 2200
Miami, FL 33130
(305) 789-3200

August 23, 2012

Via Fedex

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Cellynne Corp., Document No. K40965
Cellynne of Nevada, Inc., Document No. P96000018333
Cellynne U.S.A., Inc., Document No. P95000031193
Stefco Industries, Inc., Document No. P93000086400

Dear Sir or Madam:

Enclosed for filing are four sets of Certificates of Conversions and Articles of Organization to convert the above captioned corporations into Florida Limited Liability Companies in accordance with Section 608.439, Florida Statutes. Also enclosed is a check in the amount of \$720.00 to cover the filing fees and certified copies of each filing. Please return the certified copies to the undersigned using the enclosed Fedex envelope.

If you have any questions or need any further information, please don't hesitate to contact me.

Sincerely,



Maritza Villar,
Florida Registered Paralegal

/mv
Enclosures

CERTIFICATE OF CONVERSION
for
CELLYNNE CORP.,
a Florida corporation
into
CELLYNNE LLC,
a Florida Limited Liability Company

FILED
12 AUG 24 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert Cellynne Corp., a Florida corporation, into Cellynne LLC, a Florida limited liability company, in accordance with §608.439, Florida Statutes.

1. The name of the entity converting immediately prior to the filing of this Certificate of Conversion is Cellynne Corp.
2. Cellynne Corp. is a corporation and was incorporated under the laws of the State of Florida on October 25, 1988 under Document Number K40965.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: Cellynne LLC.
4. The plan of conversion relating to the conversion contemplated hereby has been approved by the the board of directors and the sole shareholder of Cellynne Corp. in accordance with Chapter 607, Florida Statutes.
5. 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.
6. Cellynne Corp. currently exists on the official records of the jurisdiction under which it is currently incorporated.
7. The effective date of the conversion contemplated hereby shall be the date on which this Certificate of Conversion is filed with the Florida Department of State.

Signed this 23 day of Aug 2012.

CELLYNNE CORP.

By: 

Name: Patrice Minguez
Title: President

CELLYNNE LLC

By: 

Name: Patrice Minguez
Title: President

**ARTICLES OF ORGANIZATION OF
CELLYNNE LLC**

FILED
12 AUG 24 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the limited liability company is Cellynne LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 1006 Marley Drive, Haines City, Florida 33844.

ARTICLE III - DURATION

The period of duration for the Company shall be perpetual.

ARTICLE IV - REGISTERED OFFICE AND AGENT AND ADDRESS


The name and street address of the registered agent and the registered office of the Company in the State of Florida are:

<u>Name</u>	<u>Address</u>
Marc Allegre	1006 Marley Drive Haines City, Florida 33844

ARTICLE V - MANAGEMENT

The management of the Company shall be vested in its members. The name of the member of the Company is Cellynne Holdings, LLC and its address is 1006 Marley Drive, Haines City, Florida 33844.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes this 23 day of August 2012.

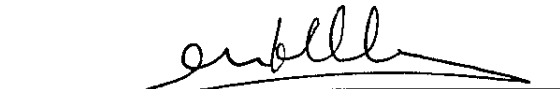


Marc H. Allegre,
Authorized Representative

REGISTERED AGENT'S ACCEPTANCE

Having been named as registered agent and to accept service of process for Cellynne LLC at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: August 23, 2012



Marc Allegre, Registered Agent