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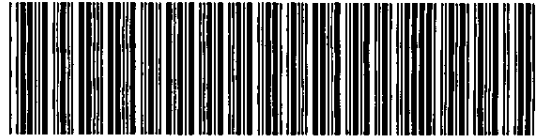
(Business Entity Name)

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J. BRYAN

DEC 26 2012

EXAMINER

THE
COOMES
LAW FIRM

A Professional Corporation

The Coomes Law Firm, P.C.
2027 Stonegate Trail, Suite 115 • Birmingham, Alabama 35242
Phone: 205.552.1550 Fax: 205.552.1552
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Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

December 19, 2012

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: ARC CAPITAL VENTURES, LLC

The enclosed Certificate of Conversion, Articles of Organization and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Also enclosed is a check for \$150.00 representing the required filing fees (\$25 for Conversion & \$125 for Articles of Organization).

Please return all correspondence concerning this matter to:

James J. Coomes
The Coomes Law Firm, P.C.
2027 Stonegate Trail, Suite 115
Birmingham, AL 35242
jcoomes@coomeslawfirm.com

For further information concerning this matter, please call me at:
James J. Coomes at (205) 552-1551.

Sincerely,



James J. Coomes
FOR THE FIRM

JJC/dgc
w/ attachments

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TALLAHASSEE, FLORIDA

CERTIFICATE OF CONVERSION
OF
ARC CAPITAL VENTURES, LLC, A GEORGIA LIMITED LIABILITY COMPANY
INTO
ARC CAPITAL VENTURES, LLC, A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, ARC Capital Ventures, LLC, a Georgia limited liability company (the "Other Business Entity"), and ARC Capital Ventures, LLC, a Florida limited liability company (the "Florida LLC"), pursuant to Section 608.439 of the Florida Statutes, do hereby deliver this Certificate of Conversion and attached Articles of Organization to convert the Other Business Entity into the Florida LLC and sets forth the following:

1. The name of the Other Business Entity is "ARC Capital Ventures, LLC".
2. The Other Business Entity is a limited liability company first organized under the laws of the State of Georgia on December 6, 2006.
3. The Other Business Entity currently exists on the official records of the State of Georgia.
4. The name of the Florida LLC as set forth in the attached Articles of Organization is "Arc Capital Ventures, LLC."
5. The effective date of the conversion shall be December 31, 2012 (the "Effective Date").
6. The conversion is permitted by the applicable laws of the State of Georgia governing the Other Business Entity and the conversion complies with such laws and the requirements of Section 608.439 of the Florida Statutes in effecting the conversion.

IN WITNESS WHEREOF, the Florida LLC and the Other Business Entity have caused this Certificate of Conversion to be duly executed and delivered on December 20, 2012.

ARC CAPITAL VENTURES, LLC,
A Georgia limited liability company

By: Marilyn Black
Marilyn Black

Its Manager

ARC CAPITAL VENTURES, LLC,
A Florida limited liability company

By: Marilyn Black
Marilyn Black

Its Authorized Representative

**ARTICLES OF ORGANIZATION
OF
ARC CAPITAL VENTURERS, LLC**

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TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a limited liability company (the "Company") pursuant to the provisions of the Florida Limited Liability Company Act (the "LLC Act"), does hereby adopt the following Articles of Organization:

ARTICLE I.

The name of the Company is "ARC Capital Ventures, LLC".

ARTICLE II.

The street address of the principal office of the Company is 165 Sandy Hook Road, Sarasota, FL 34242. The mailing address of the Company is 165 Sandy Hook Road, Sarasota, FL 34242.

ARTICLE III.

The purposes for which the Company is organized are to engage in any and all lawful business for which limited liability companies may be organized under the LLC Act and the laws of the State of Florida, as the same now exist or hereafter be amended.

ARTICLE IV.

The name and Florida street address of the registered agent of the Company are Marilyn Black, 165 Sandy Hook Road, Sarasota, FL 34242.

Having been named as registered agent and to accept service of process for the Company at the place designed in this Article, 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 the registered agent.



Registered Agent's Signature

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TALLAHASSEE, FLORIDA

ARTICLE V.

The name and address of the Manager are as follows:

Marilyn Black

165 Sandy Hook Road
Sarasota, Florida 34242

ARTICLE VI.

The effective date for the Company shall be December 31, 2012.

IN WITNESS WHEREOF, the undersigned authorized representative of the Company does hereby make these Articles of Organization and do hereby affirm that the facts stated herein are true, and accordingly signs these Articles of Organization this 20 day of December, 2012.


Marilyn Black
Authorized Representative