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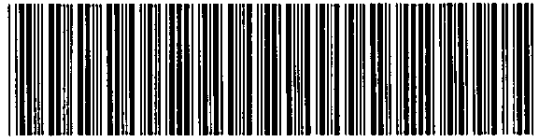
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**DATE: 10/29/15**

**NAME: ELYSIUM HEALTH, LLC**

**TYPE OF FILING: CONVERSION**

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**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**

*Abbie Hodge*

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**ARTICLES OF CONVERSION  
OF  
ELYSIUM HEALTH, LLC  
(a Florida Limited Liability Company)  
TO  
ELYSIUM HEALTH, INC.  
(a Delaware corporation)**

Pursuant to Chapter 605, Sections 1041 – 1046 of the Florida Revised Limited Liability Company Act (the “*Act*”), the undersigned manager of Elysium Health, LLC, a Florida limited liability company (the “*Converting Entity*”), has executed these Articles of Conversion for and on behalf of the Converting Entity, in connection with its conversion (the “*Conversion*”) into an “Other Business Entity” Elysium Health, Inc., a Delaware corporation (the “*Converted Entity*”):

1. The name of the Converting Entity is Elysium Health, LLC, a Florida limited liability company.
2. The name of the Converted Entity is Elysium Health, Inc., a corporation incorporated under the laws of the State of Delaware on October 28th, 2015.
3. The Plan of Conversion to effect the Conversion was approved by the Converting Entity in accordance with Chapter 605, Sections 1041 – 1046 of the Act.
4. The mailing address of the Converted Entity is:

154 Grand Street  
New York, NY 10013

5. The Converted Entity has agreed to pay to any members of the Converting Entity with appraisal rights the amount to which such members are entitled under Chapter 605, Section 1006 and Sections 1061 – 1072 of the Act.
6. The Conversion shall be effective in the State of Florida on the date hereof immediately upon the filing of these Articles of Conversion.

IN WITNESS WHEREOF, these Articles of Conversion have been executed by the undersigned this 28th day of October 2015.

**ELYSIUM HEALTH, LLC**

By: Eric Marcotulli  
Eric Marcotulli, Manager

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