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(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

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TALLAHASSEE, FLORIDA

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T. HASTON

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September 3, 2013

Registration Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

RE: QTS Management Corporation (Certificate of Conversion)  
QTS Capital Partners, LLC (Articles of Organization)

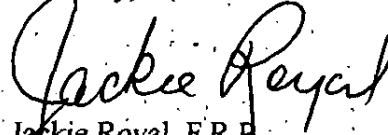
To Whom It May Concern:

Enclosed are the following:

1. Certificate of Conversion: QTS Management Corporation (a Wyoming corporation) to QTS Capital Partners, LLC;
2. Articles of Organization (QTS Capital Partners, LLC);
3. Check #5383 i/a/o \$150 (\$25 for Certificate of Conversion and \$125 for Articles of Organization).

Please return all correspondence in this matter to Jonathan B. Alper, PLC, 274 Kipling Court, Heathrow, FL 32746 (US Mail) or to [jroyal@alperlaw.com](mailto:jroyal@alperlaw.com) (e-mail).

Sincerely,

  
Jackie Royal, F.R.P.  
Paralegal

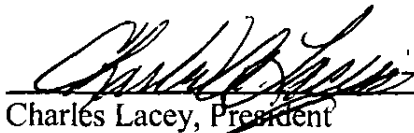
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**CERTIFICATE OF CONVERSION  
FOR  
QTS MANAGEMENT CORPORATION  
INTO  
QTS CAPITAL PARTNERS, LLC**

This Certificate of Conversion and attached Articles of Organization are submitted to convert QTS Management Corporation into a Florida limited liability company in accordance with §608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is QTS Management Corporation.
2. The "Other Business Entity" is a corporation first organized, formed, or incorporated under the laws of Wyoming on April 19, 2005 (Document No. 2005-000491575).
3. The name of the Florida limited liability company as forth in the attached Articles of Organization is QTS Capital Partners, LLC.
4. The conversion is effective on the date of filing.
5. The conversion is permitted under applicable law(s) governing the "Other Business Entity" and the conversion complies with such law(s) and the requirements of Florida Statutes §608.439 in effecting the conversion.
6. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed, or incorporated.

Signed this 28<sup>th</sup> day of August, 2013.

  
Charles Lacey, President

  
Charles Lacey, Manager

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**ARTICLES OF ORGANIZATION  
FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - NAME**

The name of the Limited Liability Company is **QTS Capital Partners, LLC**.

**ARTICLE II - ADDRESS**

The mailing address of the principal office of the Limited Liability Company is 733 Bear Creek Circle, Winter Springs, Florida 32708 and the street address is 733 Bear Creek Circle, Winter Springs, Florida 32708.

**ARTICLE III - PURPOSE**

The purpose for which this Limited Liability Company is organized is to conduct any and all lawful business.

**ARTICLE IV - MANAGEMENT**

The name and address of the Managing Members are:

Charles Lacey  
733 Bear Creek Circle  
Winter Springs, FL 32708

Sandra Lacey  
733 Bear Creek Circle  
Winter Springs, FL 32708

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**TALLAHASSEE, FLORIDA**

**ARTICLE V - LIMITATION ON AGENCY AUTHORITY OF MEMBERS**

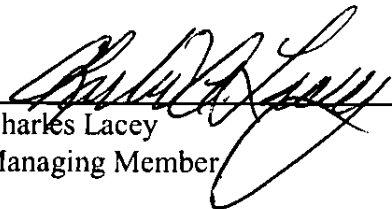
No member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contract liability on behalf of the company solely by virtue of being a member.

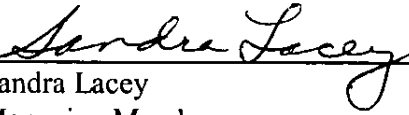
**ARTICLE VI - REGULATIONS MUST BE IN WRITING**

Any Regulations relating to this limited liability company must be in writing and signed by all members.

ARTICLE VI - EFFECTIVE DATE

The effective date of these Articles of Organization shall be upon filing.

  
Charles Lacey  
Managing Member

  
Sandra Lacey  
Managing Member

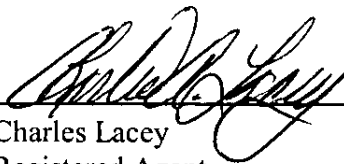
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is **QTS CAPITAL PARTNERS, LLC**
2. The name and the Florida street address of the registered agent is:

Charles Lacey  
733 Bear Creek Circle  
Winter Springs, FL 32708

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated on 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.

  
Charles Lacey  
Registered Agent

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