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(Requestor's Name)

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(City/State/Zip/Phone #)

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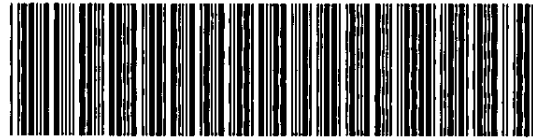
(Business Entity Name)

(Document Number)

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April 18, 2014

Florida Department of State
Registration Section
Division of Corporations
POBox 6327
Tallahassee, FL 32314

Re: Articles of Conversion and Articles of Organization for Lifeagen Biosciences LLC

Enclosed for filing please find an original and a duplicate of Articles of Conversion and Articles of Organization for the conversion of Lifeagen Biosciences Inc., a Florida corporation, to convert into Lifeagen Biosciences LLC, a Florida limited liability company, in accordance with Sec. 605.1045 of the Florida Statutes. Also enclosed please find a check payable to the Florida Department of State in the amount of \$150 for the two filing fees. Please return a stamped copy of the filed Articles of Conversion and Articles of Organization to the undersigned at the address in the footer below.

Thank you.

Very truly yours,

RIMON LAW P.A.

Mark H. Mirkin

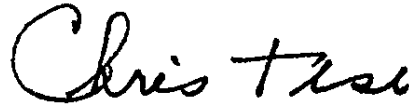
**Articles of Conversion
of
Lifeagen Biosciences Inc.
into
Lifeagen Biosciences LLC**

FILED
14 APR 22 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Conversion and the attached Articles of Organization are submitted to convert Lifeagen Biosciences Inc., a Florida corporation, into a Florida limited liability company in accordance with Sec. 605.1045 of the Florida Statutes.

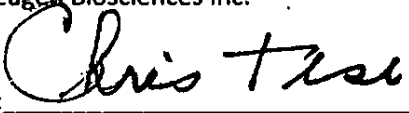
1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is Lifeagen Biosciences Inc.
2. The "Other Business Entity" is a Florida corporation, formed on February 8, 2007.
3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is Lifeagen Biosciences LLC.
4. The conversion shall take effect on the date of the filing of the Articles of Conversion and the attached Articles of Organization.
5. A plan of conversion has been approved in accordance with Sec. 605.1041 through Sec. 605.1046 of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned has hereunto executed these Articles of Conversion this 17 day of April, 2014.



Christopher Tisi, Authorized Representative of
Lifeagen Biosciences LLC

Lifeagen Biosciences Inc.

By: 

Christopher Tisi, President

ARTICLES OF ORGANIZATION

Of

LIFEAGEN BIOSCIENCES LLC

The undersigned hereby forms and establishes a limited liability company pursuant to Chapter 608, Florida Statutes, as follows:

ARTICLE I

The name of this limited liability company is LIFEAGEN BIOSCIENCES LLC (the "Company").

ARTICLE II

The mailing and street address of the principal place of business of the Company are 3750 Investment Lane #2, West Palm Beach, Florida 33404.

ARTICLE III

The name and street address of the initial registered agent of the Company are Mona Lalla, 3750 Investment Lane \$2, West Palm Beach, Palm Beach County, Florida 33404.

ARTICLE IV

Management of the Company shall be vested in the managers, who shall serve until the first annual meeting of the members or until their successors have been duly elected and qualified to serve as provided in the Operating Agreement of the Company.

ARTICLE V

The Company may engage in any lawful act or activity for which limited liability companies may be organized under the Florida Statutes.

IN WITNESS WHEREOF, the undersigned authorized representative submitting these Articles of Organization affirms that the facts stated herein are true, and acknowledges awareness that false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Sec. 817.155 of the Florida Statutes, and understands the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the limited liability company and every year thereafter in order to maintain active status.



Mark H. Mirkin, Esq., Authorized Representative

April 18, 2014

CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Section 605 of the Florida Statutes, the following is submitted:

That LIFEAGEN BIOSCIENCES LLC, a Florida limited liability company with its registered office at 3750 Investment Lane #2, West Palm Beach, Palm Beach County, Florida 33404, has named Mona Lalla at the above address as its initial registered agent to accept service of process within this State.

Acknowledgement:

Having been named registered agent to accept service of process for the above-named limited liability company at the place designated in this Certificate, the undersigned hereby accepts to act in such capacity and agrees to comply with the applicable provisions of law.

A handwritten signature in cursive script that reads "Mona Lalla". The signature is written in black ink and is positioned above a horizontal line.

Mona Lalla