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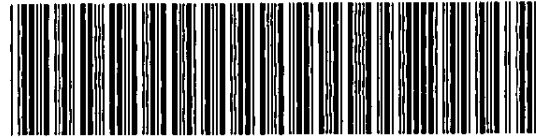
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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JAN 22 2015

S. YOUNG

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515 E. Park Ave., Tallahassee, FL, 32301

850-205-8842

GLOWORTH, INC.**286263****Thank you!**

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input checked="" type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	Conversion
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
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Of the Conversion		
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	
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515 E. Park Ave., Tallahassee, FL, 32301

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| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input checked="" type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | Conversion |
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TALLAHASSEE, FLORIDA

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ARTICLES OF CONVERSION
For
GLOWORTH, INC.
Into
GLOWORTH, LLC

The Articles of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with Section 605.1045, *Florida Statutes*.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is: **Gloworth, Inc.**
2. The "Other Business Entity" is a corporation first incorporated under the laws of the State of Florida on October 21, 1964.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization, which shall constitute the public organic record: **Gloworth, LLC** filed with an effective date of January 21, 2015 but for all other purposes effective as of January 1, 2015.
4. The plan of conversion has been approved in accordance with Sections. 605.1041-605.1046, *Florida Statutes*.

Signed this 21st day of January, 2015.

Gloworth, LLC:

By: 

Jessica Neuwirth, as
Manager

Gloworth, Inc.

By: 

Jessica Neuwirth, as
President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
OF
GLOWORTH, LLC

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

ARTICLE I
NAME

The name of the Company shall be: **GLOWORTH, LLC.**

ARTICLE II
ADDRESS AND PLACE OF BUSINESS

The address of the principal office and the mailing address of this Company shall be:

Principal Office

25 Central Park West 9i
New York, NY 10023

Mailing Address

25 Central Park West 9i
New York, NY 10023

ARTICLE III
EFFECTIVE DATE AND PERIOD OF DURATION

The effective date of these Articles shall be the date the Articles are filed with the Florida Secretary of State. For all other purposes, the conversion of Gloworth, Inc. to Gloworth, LLC shall be effective as of January 1, 2015. The period of duration of the Company shall be perpetual.

ARTICLE IV
GENERAL POWERS

The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions authorized under the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

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TALLAHASSEE, FLORIDA

**ARTICLE V
MANAGEMENT**

All powers of the Company shall be exercised by or under the authority of the manager and the business and affairs of the Company shall be managed by or under the direction of the Manager, except as otherwise provided in the operating agreement of the Company ("Operating Agreement"). The Manager shall be appointed, and shall have such authority as specifically provided by statute or by the Operating Agreement. The initial Manager shall be:

Managers	Addresses
Jessica Neuwirth	25 Central Park West 9i New York, NY 10023

**ARTICLE VI
OPERATING AGREEMENT**

The members of the Company may adopt an operating agreement pertaining to the regulation, management, and other affairs of the Company (previously defined as the "Operating Agreement"), provided that such Operating Agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The Operating Agreement may be repealed or altered only in the manner now or hereafter prescribed therein, consistent with the laws of the State of Florida.

**ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT**

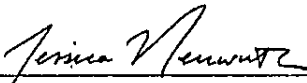
The street address of the Company's initial registered office in Florida is **3601 S. Westshore Blvd., Tampa, FL 33611**, and the name of its initial registered agent is **Kathleen Schulz**. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 605.0113, Florida Statutes.

**ARTICLE VIII
ACKNOWLEDGMENT**

The member of the Company, through its undersigned authorized representative, does hereby certify that the foregoing constitutes the proposed Articles of Organization of **GLOWORTH, LLC**. These Articles of Organization may be amended from time to time by consent of the members holding a majority of the voting interests of the Company, or otherwise in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

*Articles of Organization
Gloworth, LLC*

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization this 21st day of January, 2015.

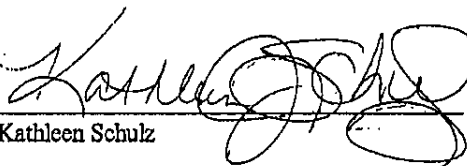


Jessica Neuwirth,
Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of GLOWORTH, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations set forth in Section 605.0113, Florida Statutes.

EXECUTED this 21st day of January, 2015.



Kathleen Schulz

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TALLAHASSEE, FLORIDA