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(Requestor's Name)

(Address)

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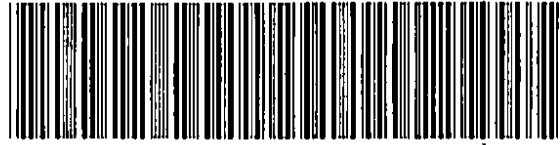
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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T SCHROEDER

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155 Office Plaza Dr Ste A Tallahassee FL 32301

PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE: 10/31/17

NAME: SKIN CARE RESEARCH INC

TYPE OF FILING: CONVERSION

COST: 150.00

RETURN: PLAIN COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

A handwritten signature in black ink, appearing to read "Abbie Hodge", is written over the printed name "ABBIE/PAUL HODGE". The signature is fluid and cursive.

ARTICLES OF CONVERSION

for

SKIN CARE RESEARCH, INC.,
a Florida corporation

P95-61953

into

SKIN CARE RESEARCH, LLC,
a Florida limited liability company

In accordance with Section 605.1045 of the Florida Revised Limited Liability Company Act, the following Articles of Conversion (these "Articles") are submitted to convert **SKIN CARE RESEARCH, INC.**, a Florida corporation, into **SKIN CARE RESEARCH, LLC**, a Florida limited liability company:

1. The name of the "Other Business Entity" immediately prior to the filing of these Articles is Skin Care Research, Inc.
2. The "Other Business Entity" is a corporation first incorporated under the Florida Business Corporation Act on August 15, 1995.
3. The name of the Florida Limited Liability Company as set forth in the Articles of Organization attached hereto as Exhibit A is Skin Care Research, LLC.
4. These Articles shall be effective upon filing.
5. The plan of conversion has been approved in accordance with Sections 607.1112-607.1114 of the Florida Business Corporation Act.


[Signatures appear on following page]

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IN WITNESS WHEREOF, the undersigned have executed these Articles of Conversion of Skin Care Research, Inc. as of the date first set forth above.

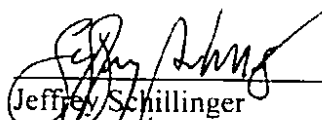
OTHER BUSINESS ENTITY:

SKIN CARE RESEARCH, INC.

By: 
Name: Jeffrey Schillinger
Title: Chief Executive Officer

LIMITED LIABILITY COMPANY:

SKIN CARE RESEARCH, LLC

By: 
Name: Jeffrey Schillinger
Title: Authorized Person

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EXHIBIT A

ARTICLES OF ORGANIZATION

(see attached)

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700131-21053

[illegible]

**ARTICLES OF ORGANIZATION
OF
SKIN CARE RESEARCH, LLC**

The undersigned, being authorized to execute and file these Articles of Organization of **SKIN CARE RESEARCH, LLC** (the "Company"), hereby certifies that:

ARTICLE I – Name

The name of the Company is Skin Care Research, LLC.

ARTICLE II – Address

The mailing address and the street address of the principal office of the Company is 1001 NW 13th Street, Suite 100, Boca Raton, FL 33486.

ARTICLE III – Duration

The period of duration for the Company shall be perpetual.

ARTICLE IV – Registered Agent

The name of the initial registered agent of the Company is Jeffrey Schillinger and the mailing address and street address of the initial registered office of the Company shall be 3850 Hollywood Blvd., Suite 300, Hollywood, FL 33021.

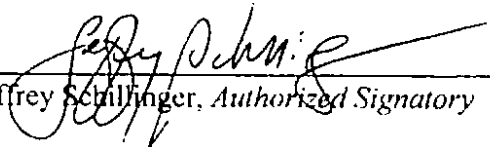
ARTICLE V – Effective Date

The effective date is upon filing.

[Signature Appears on Following Page]

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In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in § 817.155, F.S.


Jeffrey Schillinger, Authorized Signatory

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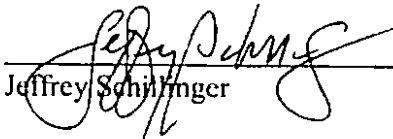
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STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

SKIN CARE RESEARCH, LLC

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated by 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 the obligations of my position as a registered agent as provided for in Chapter 605, F.S.


Jeffrey Schilling

Dated: October 30, 2017

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