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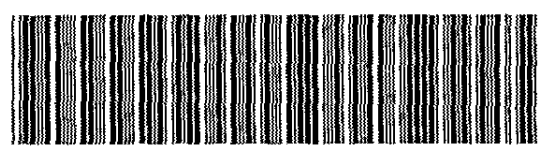
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
07 JAN 31 PM 2:51



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 11, 2007

LIZABETH J KLEN
935 PONDELLA ROAD
NORTH FORT MYERS, FL 33903

SUBJECT: SHOPPERS VILLAGE MALL INC.
Ref. Number: W07000001656

We have received your document for SHOPPERS VILLAGE MALL INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

SHARES MUST BE LISTED IN ARTICLE IV.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6851.

Gina McLeod
Document Specialist

Letter Number: 607A00002513

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Shoppers Village Mall Inc.
(Name of Resulting Florida Profit Corporation)

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Lizabeth J. Klen
(Contact Person)

Shopper's Village Mall
(Firm/Company)

935 Pondella Road
(Address)

North Fort Myers FL 33903
(City, State and Zip Code)

For further information concerning this matter, please call:

Liz Klen at (239) 567-2800
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$105.00 Filing Fees
- \$113.75 Filing Fees and Certificate of Status
- \$113.75 Filing Fees and Certified Copy
- \$122.50 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Shoppers Village Mall

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a sole proprietorship
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 11/22/2004
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

Shoppers Village Mall Inc.

(Enter Name of Florida Profit Corporation)

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5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 1st day of JANUARY, 20 07.

Signature: Lizbeth J. Klen
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: Lizbeth J. Klen Title: President

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Shoppers Village Mall Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

935 Pondella Road
North Fort Myers, FL 33903

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To operate a for-profit retail establishment which leases space on a monthly basis to vendors.

ARTICLE IV SHARES

The number of shares of stock is:

8 100

OWNERSHIP DISTRIBUTION:

LIZABETH J. KLEN: 100 SHARES, 100%

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Lizabeth J. Klen - President, CEO, Treasurer, Secretary
2370 Tucker Lane
North Fort Myers, FL 33903

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Lizabeth J. Klen
2370 Tucker Lane
North Fort Myers, FL 33903

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Lizabeth J. Klen
2370 Tucker Lane
North Fort Myers, FL 33903

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Lizabeth J. Klen
Signature/Registered Agent

1-1-07
Date

Lizabeth J. Klen
Signature/Incorporator

1-1-07
Date