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SECRETARY OF STATE DIVISION OF CORPORATIONS

COVER LETTER

TO: Registration Division of C			
SUBJECT: ENT	RUST CAPITAL	., INC.	
	(Name of Resulti	ng Florida Profit Corporation)	
		rticles of Incorporation, and fees are submitted to "Florida Profit Corporation" in accordance with s.	
Please return all cor	respondence concernir	ng this matter to:	
AARON ANDR	REWS		
	(Contact Person)		
ENTRUST CA	PITAL, INC.		<u>,</u> =
	(Firm/Company)		VISIO
346 KOA ROA	D UNIT 2		07 JUN 26 P
	(Address)		70
MONTICELLO	, FL. 32344		
(City, State and Zip Code)		2: 03
For further informat	ion concerning this ma	atter, please call:	
AARON ANDR	REWS	at (850) 997-2335	
(Name of Co	ontact Person)	(Area Code and Daytime Telephone Number)	
Enclosed is a check	for the following amou	unt:	
\$105.00 Filing Fees	\$113.75 Filing Fees and Certificate of Status	\$113.75 Filing Fees and Certified Copy Certified Copy, and Certificate of Status	
STREET ADDRES	SS:	MAILING ADDRESS:	
Registration Section Division of Corporat Clifton Building 2661 Executive Cent Tallahassee, FL 323	tions ter Circle	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: REAL ESTATE & CHARTER INVESTMENTS, LLC (Enter Name of Other Business Entity) 2. The "Other Business Entity" is a LIMITED LIABILITY COMPANY (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) 07-07-2006 (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:** ENTRUST CAPITAL, INC.

Page 1 of 2

(Enter Name of Florida Profit Corporation)

5. If not effective on the date of filing, enter the effective date: JULY 1, 2007 (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.) 20 07 Signed this 21st _day of JUNE Signature: (Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.) Printed Name: AARON ANDREWS Title: PRESIDENT Fees: Certificate of Conversion: \$35.00 Fees for Florida Articles of Incorporation: \$70.00

\$8.75 (Optional)

\$8.75 (Optional)

Certified Copy:

Certificate of Status:

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:

ENTRUST CAPITAL, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

Mailing Address: P.O. Box 747 Monticello, FL. 32345

Principal Office Address: 346 KOA Road Unit 2 Monticello, FL. 32344

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Management services.

ARTICLE IV SHARES

The number of shares of stock is:

10

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

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

President: Aaron Andrews 346 KOA Road Unit 2 Monticello, FL. 32344

<u>ARTICLE VI REGISTERED AGENT</u>

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

Aaron Andrews 346 KOA Road Unit 2 Monticello, FL. 32344 DIVISION OF CORPORATIONS

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ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Aaron Andrews 346 KOA Road Unit 2 Monticello, FL. 32344

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

Signature/Registered Agent

Signature/Incorporator

June 22, 2007
Date

June 22, 2007
Date