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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

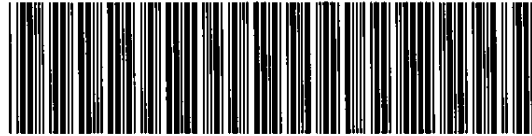
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Conversion

1. OSP Management, LLC
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FILED
07 JUL 11 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

OSP Management, LLC

(Enter Name of Other Business Entity)

L-05000101314

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)

on Florida 10/14/2005
(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:

Florida

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

OSP Management, Inc.

(Enter Name of Florida Profit Corporation)

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 10 day of July, 2007.

Signature: _____

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

Printed Name: Samuel Alcantara Title: Manager

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)	

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OSP Management, Inc.

We, the undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract do hereby associate ourselves together for the purpose of forming a corporation under Florida Statutes, Chapter 607, and other laws of the state of Florida, and to that end do hereby certify to the facts herein set forth as required by law.

ARTICLE I
NAME

The name of the corporation is **OSP Management, Inc.**

ARTICLE II
PURPOSE

This corporation may engage in or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III
CAPITAL STOCK

The maximum shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares at \$1 per share.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$100.

ARTICLE V
ADDRESS

The Board of Directors may from time to time change the principal place or address thereof to any other place or address in the State of Florida. The initial address of the **principal place** of business of the corporation shall be:

OSP Management, Inc.
c/o S. Alcantara
13900 CR 455 Suite 107-406
Clermont, FL 34711

ARTICLE VI
TERM

This corporation shall have perpetual existence.

ARTICLE VII
DIRECTORS

The corporation shall have one director. The number of directors may be altered from time to time by the by-laws, but there shall never be less than one such director.

ARTICLE VIII
OFFICERS

The officers of this corporation shall be President, a Vice-President, a Secretary, a Treasurer, and such other officers and agents as may be provided for in the by-laws. All officers, agents and directors shall be chosen in such manner and hold their offices for such terms and shall have such powers and duties, and may be removed as may be provided, in the by-laws. Any person may hold two or more offices.

Samuel Alcantara	22585 SW 102 nd Court Miami, FL 33190	President
David Borchert	10713 Dark Water Court Clermont, FL 34715	Vice President
Johanna Alcantara	22585 SW 102 nd Court Miami, FL 33190	Treasurer
Rosa Borchert	10713 Dark Water Court Clermont, FL 34715	Secretary

ARTICLE IX
INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors, who, subject to the provisions herein contained and the by-laws of the corporation, shall hold office until the first meeting of the corporation or as soon thereafter as successors are elected and have qualified, are the following:

Samuel Alcantara	22585 SW 102nd Court Miami, FL 33190
David Borchert	10713 Dark Water Court Clermont, FL 34715
Johanna Alcantara	22585 SW 102nd Court Miami, FL 33190
Rosa Borchert	10713 Dark Water Court Clermont, FL 34715

ARTICLE X
SUBSCRIBERS

The names and post office addresses of the subscribers hereof, the number of shares of stock each agrees to take, and the value of the consideration thereof, are:

<u>NAME</u>	<u>ADDRESS</u>	<u>Shares</u>	<u>Amount</u>
Sadaer Corporation	13900 CR 455 Ste 107-406 Clermont, FL 34711	100	\$100

ARTICLE XI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the shareholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all directors and all shareholders sign a written statement of their intention that the amendment be made.

ARTICLE XII

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of the duty of care or any other duty as a director, except as required under the Florida Business Corporation Act (the "Act"). If at any time the Act shall have been amended to authorize the further elimination or limitation of the liability of a director, then the liability of each director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Act, as so amended, without further action by the shareholders, unless the provisions of the Act, as amended, require further action by the shareholders.

Any repeal or modification of the foregoing provisions of this Article XII shall not adversely affect the elimination or limitation of liability or alleged liability pursuant hereto of any director of the Corporation for or with respect to any alleged act or omission of the director occurring prior to such a repeal or modification.


ARTICLE XIII **REGISTERED OFFICER AND REGISTERED AGENT**

James VanEtten, of 10806 Arrowtree Blvd., Clermont, FL 34715 is designated as the agent to accept service of process within the State of Florida for the corporation.

I, **James VanEtten**, am familiar with and accept the duties and responsibilities as registered agent for **OSP Management, Inc.** as required by Section 607.0501(3) F.S. and Section 607.0505.

SIGNATURE

DATE


James VanEtten
- 7/7/07 -

We, the undersigned being the original subscribers and directors of the capital stock herein named, hereunto set our hands at

STATE OF FLORIDA
COUNTY OF ORANGE

This 7th day of July, 2007.



Signature - Samuel Alcantara



Signature - David Borchert



Signature - Johanna Alcantara



Signature - Rosa Borchert