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TALLAHASSEE, FLORIDA

**RICHARD O. BREITHART  
ATTORNEY AT LAW**

749 Cinnamon Road  
North Palm Beach  
Florida 33408

**TELE and FAX**  
**561-624-3909**  
Email: [rjbreit@bellsouth.net](mailto:rjbreit@bellsouth.net)

October 11, 2007

DEPARTMENT OF STATE  
Division of Corporations  
P. O. Box 6327  
Tallahassee  
Florida 32314

Re: Conversion and Proposed Articles of Incorporation of GBF Industries, Inc.

Enclosed are the original and one copy of Certificate of Conversion and articles of incorporation for GBF Industries, Inc. and my check for \$131.25, as follows:

Cert. of Conversion	\$35.00
Art. of Incorp	\$70.00
Cert. Copy of Cert. of Conversion	\$ 8.75
Cert. Copy of Art. of Incorp.	\$ 8.75
Cert. of Status	<u>\$ 8.75</u>
<u>Total</u>	<u>\$131.25</u>

Please return all correspondence regarding this matter to:

RICHARD O. BREITHART  
749 CINNAMON RD.  
NORTH PALM BEACH  
FLORIDA 33408

TELE # 561-624-3909

Sincerely,

  
Richard O. Breithart

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Certificate of Conversion  
for  
"Other Business Entity" (LLC)  
Into  
Florida Profit Corporation

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

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

GBF Industries, LLC LO7000043042

2. The Other Business Entity is a limited liability company, first organized under the laws of Florida on April 23, 2007.

3. N/A

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

GBF Industries, Inc.

5. The effective date of filing shall be the date this document is filed by the Florida Department of State and shall be the same as the effective date listed in the Articles of Incorporation.

Signed this 11 day of OCTOBER, 2007.

Signature; Sean M Walshe

Sean M. Walshe, Manager of GBF Industries, LLC

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TALLAHASSEE, FLORIDA  
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**STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
Of  
GBF INDUSTRIES, INC.**

**ARTICLE I, NAME**

The name of this corporation shall be:  
GBF INDUSTRIES, INC.

**ARTICLE II, PRINCIPAL OFFICE**

The principal place of business is:  
10152 West Indiantown Rd, #119, Jupiter, Florida 33478

**ARTICLE III, PURPOSE**

The purposes for which the corporation is organized is the collection of waste cooking oils, the refining and resale of said oils, and any other business related thereto, not prohibited by law.

**ARTICLE IV, SHARES**

The number of authorized share shall be ten thousand (10,000) common shares with a one dollar (\$1.00) par value.

**ARTICLE V, INITIAL OFFICERS AND DIRECTORS**

The initial officers and directors are:

Sean M. Walshe  
10152 West Indiantown Rd, #119, Jupiter, Florida 33478

Linda Longo  
10152 West Indiantown Rd, #119, Jupiter, Florida 33478

Jupiter, Florida 33458

**ARTICLE VI, REGISTERED AGENT**

The name and address of the Registered Agent is:

Sean M. Walshe  
1112 Keystone Drive, Suite E  
Jupiter, Florida 33458

**ARTICLE VII, INCORPORATOR**

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TALLAHASSEE, FLORIDA

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Sean M. Walshe  
1112 Keystone Drive, Suite E  
Jupiter, Florida 33458

Having been named the Registered Agent of 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.

Sean M Walshe  
Sean M. Walshe, Reg. Agent and Incorporator

Dated: 10/11/07

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TALLAHASSEE, FLORIDA