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EXAMINER



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EXPRESS CORPORATE FILING SERVICE, INC 1000 PONCE DE LEON BLVD., STE: 101 **CORAL GABLES, FL 33134**

PH: (305)444-4994 FAX: (305)444-4977

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CORPORATION NAME(S) & D	OCUMENT NUMBER(S)	(if known):
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(Corporation Name)	(Document #)
(Corporation Name)	(Document #)
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NEW FILINGS	AMENDMENTS'
Profit	Amendment
NonProfit	Resignation of R.A., Officer/ Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	
• ,	Merger
OTHER FILINGS	REGISTRATION/
Annual Report	QUALIFICATION
Fictitious Name	Foreign
Name Reservation	Limited Partnership
Transc Heads Agnos	Reinstatement

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:

AMP ENERGY SOLUTIONS, 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)

on MARCH 20, 2008

(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 <u>attached Articles of Incorporation:</u>

AMP ENERGY SOLUTIONS, 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 07 day of APRIL ,20 08
Signature: (Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)
Printed Name: BEATRIZ VIERA Title: PRESIDENT

Certificate of Conversion: Fees for Florida Articles of Incorporation: 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:

AMP ENERGY SOLUTIONS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

10018 HAMMOCKS BLVD. UNIT: 209 MIAMI, FL 33196

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

ANY AND ALL LAWFUL BUSINESS

ARTICLE IV SHARES

The number of shares of stock is:

SHARE: 100

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s): BEATRIZ VIERA (P/D) 50% ANTHONY M. POSADA (V/D) 50% 10018 HAMMOCKS BLVD. UNIT: 209 MIAMI, FL 33196

ARTICLE VI REGISTERED AGENT

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

BEATRIZ VIERA 10018 HAMMOCKS BLVD. UNIT: 209 MIAMI, FL 33196



ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

BEATRIZ VIERA 10018 HAMMOCKS BLVD. UNIT: 209 MIAMI, FL 33196