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(Address)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. HAWKES

DEC 28 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BEPRIME, 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:

Laxmanrao Venigalla

Contact Person

Laxmanrao Venigalla

Firm/Company

1019 Ashton Woods Lane

Address

Lakeland, FL 33813

City, State and Zip Code

lvenigalla@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Laxmanrao Venigalla

Name of Contact Person

at (508)

Area Code and Daytime Telephone Number

329 - 9836

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.

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SECRETARY OF STATE

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

BEPRIME, INC

Enter Name of Other Business Entity

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

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

on February 18, 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:**

BEPRIME, INC.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: December 24, 2009
(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 21 day of December, 2009.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: Laxmanrao Venigalla

Printed Name: Laxmanrao Venigalla Title: President

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: Laxmanrao Venigalla

Printed Name: Laxmanrao Venigalla Title: President

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

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

ARTICLE I NAME

The name of the corporation shall be:

BEPRIME, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

1019 Ashton Woods Lane
Lakeland, FL 33813

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Information Technology Services and any lawful business allowed under Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE IV SHARES

The number of shares of stock is:

1000

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

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

PRESIDENT - LAXMANRAO VENIGALLA - 1019 Ashton Woods Lane, Lakeland, FL 33813
TREASURER - LAXMANRAO VENIGALLA - 1019 Ashton Woods Lane, Lakeland, FL 33813
SECRETARY - LAXMANRAO VENIGALLA - 1019 Ashton Woods Lane, Lakeland, FL 33813
DIRECTOR - LAXMANRAO VENIGALLA - 1019 Ashton Woods Lane, Lakeland, FL 33813

ARTICLE VI REGISTERED AGENT

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

Laxmanrao Venigalla
1019 Ashton Woods Lane
Lakeland, FL 33813

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Laxmanrao Venigalla
1019 Ashton Woods Lane
Lakeland, FL 33813

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

Laxmanrao Venigalla
Signature/Registered Agent

Laxmanrao Venigalla
Signature/Incorporator

12/21/2009
Date

12/21/2009
Date

FILED
09 DEC 24 AM 11:00
CLERK OF CIRCUIT COURT
JAILL HARRIS
TALLAHASSEE, FLORIDA