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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

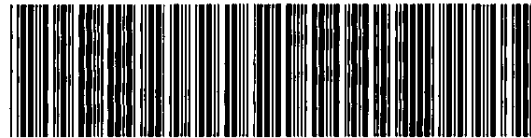
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Certified Copies _____

Certificates of Status _____

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10/27/10--01031--023 **1700

10 OCT 27 PM 12:46

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

N. Culligan OCT 28 2010



Florida Department of State
Division of Corporation
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

October 20, 2010


To Whom It May Concern:

Please process the enclosed forms in the following order.

1. Conversion from Florida Limited Liability Corporation to a Florida Profit Corporation.
2. Merger of (2) Florida Companies.

Please note that the Merger also includes a name change of the surviving company, taking on the name of the non surviving company it has merged with. It is essential that the older company TELECOMDATA AND VIDEO INTERNATIONAL, INC. continues as SEMPER PRODUCTS, INC. with the initial Date Filed, Effective Date and FEI number of TELECOMDATA AND VIDEO INTERNATIONAL, INC. (formerly LLC).

Please contact Mr. Ernest Triay at (813) 918-7735 or myself at (813) 363-6970 if you have any questions or require additional clarification.

Sincerely,

Dean R. Stubbs
President

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: TELECOMDATA AND VIDEO INTERNATIONAL, 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:

ERNEST R. TRIAY

Contact Person

TELECOMDATA AND VIDEO INTERNATIONAL, LLC

Firm/Company

4728 N. HUBERT AVENUE

Address

TAMPA, FLORIDA 33614

City, State and Zip Code

telcomdata@aol.com

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

For further information concerning this matter, please call:

ERNEST R. TRIAY

Name of Contact Person

at (813) 918-7735

Area Code and Daytime Telephone Number

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

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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:

TELECOMDATA AND VIDEO INTERNATIONAL, LLC L07-36370

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,
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 04/05/2007
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**:

TELECOMDATA AND VIDEO INTERNATIONAL, 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.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.607.1115, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 21st day of OCTOBER, 20 10.

Required Signature for Florida Profit Corporation:

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

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

Printed Name: ERNEST R. TRIAY Title: PRESIDENT

Required Signature(s) on behalf of Other Business Entity: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: _____
Printed Name: ERNEST R. TRIAY Title: MANAGING MEMBER

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)

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

10 OCT 27 PM 12:46

ARTICLE I NAME

The name of the corporation shall be: TELECOMDATA AND VIDEO INTERNATIONAL, INC.

ARTICLE II PRINCIPAL OFFICE

Principal street address
4728 N. HUBERT AVENUE
TAMPA, FLORIDA 33614

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

TO CONDUCT ALL LEGAL BUSINESS

ARTICLE IV SHARES

The number of shares of stock is: 1000

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: <u>ERNEST R. TRIAY</u>	Name and Title: _____
Address: <u>4728 N. HUBERT AVENUE</u>	Address: _____
<u>TAMPA, FLORIDA 33614</u>	_____
_____	_____

Name and Title: _____	Name and Title: _____
Address: _____	Address: _____
_____	_____
_____	_____

Name and Title: _____	Name and Title: _____
Address: _____	Address: _____
_____	_____
_____	_____

ARTICLE VI REGISTERED AGENT

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

Name: ERNEST R. TRIAY
Address: 4728 N. HUBERT AVENUE
TAMPA, FLORIDA 33614

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: ERNEST R. TRIAY
Address: 4728 N. HUBERT AVENUE
TAMPA, FLORIDA 33614

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

Required Signature/Registered Agent

10/21/2010

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Required Signature/Incorporator

10/21/2010

Date