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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FARMER & ASSOCIATES, PLLC

ATTORNEYS AT LAW

FIFTH THIRD CENTER
999 VANDERBILT BEACH ROAD
SUITE 503
NAPLES, FLORIDA 34108
T: 239.262.2040 • F: 239.262.2180

May 4, 2011

VIA FEDERAL EXPRESS DELIVERY

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

Re: PLENUMUSA, INC. (the "Resulting Florida Profit Corporation")

Dear Sir or Madam:

On behalf of the Resulting Florida Profit Corporation, enclosed herewith, please find the Certificate of Conversion, Articles of Incorporation, and Plan of Conversion. Also enclosed is our Firm's Check No. 1387, in the amount of \$122.50 (for the filing fees, Certified Copy and Certificate of Status) being submitted to convert an "Other Business Entity" into a "Florida Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to Farmer & Associates, PLLC, 999 Vanderbilt Beach Road, Suite 503, Naples, Florida 34108. Also, please use the following email address for future annual report notification: ukorff@yahoo.com.

Should you have any questions regarding the enclosed, please contact us at (239) 262-2040.

Very truly yours,



Aaron A. Farmer

AAF/haf

Enclosures

cc: Ms. Dawn Hoffman (*w/enclosures via electronic mailing*)

**CERTIFICATE OF CONVERSION
FOR**

**PLENUMUSA, LLC
(a Florida limited liability company)**

INTO

**PLENUMUSA, INC
(a Florida 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 § 607.115, of the Florida Statutes.

ARTICLE I

Name

The name of the Other Business Entity immediately prior to filing this Certificate of Conversion is: PLENUMUSA, LLC.

ARTICLE II

Entity Type

The Other Business entity, PLENUMUSA, LLC, is a Florida limited liability company first organized under the laws of Florida on November 5, 2010.

ARTICLE III

Name After Conversion

The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation is PLENUMUSA, INC.

ARTICLE IV

Terms of Conversion

The terms of the conversion is set forth in the attached Plan of Conversion.

ARTICLE V

Effective Date

The effective date of the conversion shall be upon the date of filing this Certificate of Conversion.

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TALLAHASSEE, FLORIDA

ARTICLE VI
Compliance with Florida Law

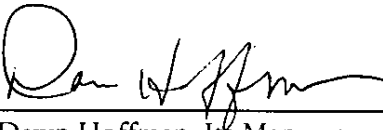
The conversion is permitted by the applicable Florida law and this conversion complies with such law and the requirements of § 607.1115, F.S., in effecting the conversion.

ARTICLE VII
Current Existence

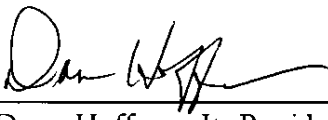
The "Other Business Entity" currently is active and exists on the Florida Department of State's official records under Document No. L10000115497.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion each affirming the facts stated in this Certificate of Conversion are true under § 817.155, F.S. on May 4th, 2011.

PLENUMUSA, LLC, a Florida
Limited liability company

By: 
Dawn Hoffman, Its Manager

PLENUMUSA, INC., a Florida corporation

By: 
Dawn Hoffman, Its President

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PLENUMUSA, INC., a Florida corporation**

THE UNDERSIGNED incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FIRST: The name of the corporation is PLENUMUSA, INC. (the "**Corporation**").

SECOND: The principal place of business and mailing address of the Corporation is: 673 Mooring Line Drive, Naples, Florida 34102.

THIRD: The Corporation is authorized to issue 50,000 shares in the aggregate, which shares shall be of a single class of common stock and shall have a par value of \$0.01 per share.

FOURTH: The name and street address of the initial registered agent of the Corporation is FARMER & ASSOCIATES, PLLC, 999 Vanderbilt Beach Road, Suite 503, Naples, FL 34108.

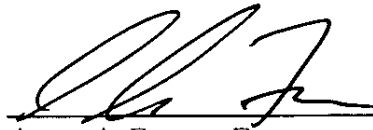
FIFTH: The names and addresses of the initial directors are:

Dawn Hoffman
673 Mooring Line Drive
Naples, FL 34102

SIXTH: The name and address of the incorporator is Aaron A. Farmer, Esq., c/o FARMER & ASSOCIATES, PLLC 999 Vanderbilt Beach Road, Suite 503, Naples, FL 34108.

NOW, THEREFORE, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Corporation, has executed these Articles of Incorporation this 4th day of May, 2011.

INCORPORATOR:



Aaron A. Farmer, Esq.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

1. The name of the corporation is PLENUMUSA, INC.
2. The name and address of the registered agent and office is:

FARMER & ASSOCIATES, PLLC
999 Vanderbilt Beach Road, Suite 503
Naples, FL 34108

Having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

FARMER & ASSOCIATES, PLLC, a Florida
professional limited liability company Initial
Registered Agent

By: _____

Aaron A. Farmer, Its Manager