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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

(Document Number)

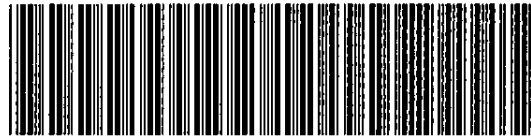
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12 JAN 26 PM 5:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VCORP SERVICES, LLC

January 19, 2012

Department of State
Registration Section of Division of Corporations
2661 Executive Circle
Tallahassee, FL 32301

Re: X-Press America, Inc.

To Whom It May Concern:

Please file the attached Certificate of Conversion for the above referenced entity. A check for \$105 has been enclosed to cover the costs of the filing.

Should there be an error on the attached please contact me ASAP at the info below.

Please fax confirmation of filing to 845-818-3588, if available. If not, please mail to the address listed below or use the enclosed self-addressed envelope.

Thank you for your attention to this matter.

Very truly yours,

Farah Moiso
Email: farah@vcorpservices.com

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:

Imperial International Group, Inc.

Enter Name of Other Business Entity

2. The "Other Business Entity" is a 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 Nevada
(Enter state, or if a non-U.S. entity, the name of the country)

on 4/14/2008
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 **attached Articles of Incorporation**:

X-Press America, 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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 7th day of December, 2011.

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.

X Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: Bruce E. Thomsen
Printed Name: Bruce E. Thomsen 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).]

X Signature: Bruce E. Thomsen
Printed Name: Bruce E. Thomsen 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)

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: X-Press America, Inc,

ARTICLE II PRINCIPAL OFFICE

Principal street address
12053 Saratoga Woods Lane
Humble, TX 77346

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV SHARES

The number of shares of stock is: 50,000,000 shares of common stock, \$0.001 par value per share.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Bruce E. Thomsen, Director
Address: 12053 Saratoga Woods Lane
Humble, TX 77346

Name and Title: Anne Ferrell, Director
Address: 12053 Saratoga Woods Lane
Humble, TX 77346

Name and Title: Bruce E. Thomsen, President
Address: 12053 Saratoga Woods Lane
Humble, TX 77346

Name and Title: Anne Ferrell, Secretary
Address: 12053 Saratoga Woods Lane
Humble, TX 77346

Name and Title: Bruce E. Thomsen, CFO
Address: 12053 Saratoga Woods Lane
Humble, TX 77346

Name and Title: _____
Address: _____

ARTICLE VI REGISTERED AGENT

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

Name: Vcorp Services LLC
Address: 5011 South State Road 7, Ste. 106
Davie, FL 33314

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Bruce E. Thomsen
Address: 12053 Saratoga Woods Lane
Humble, TX 77346

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

[Signature]
Required Signature/Registered Agent

1/18/2012
Date

I submit this document and affirm that the facts stated herein are true. I am aware that the 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.

X [Signature]
Required Signature/Incorporator

12/07/2011
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA