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GASSMAN, CROTTY & DENICOLO, P.A.

ATTORNEYS AT LAW

ALAN S. GASSMAN*+ KENNETH J. CROTTY***^ CHRISTOPHER J. DENICOLO***

*LL.M. IN TAXATION +BOARD CERTIFIED LAWYER WILLS, TRUSTS AND ESTATES ***LL.M. IN ESTATE PLANNING

^BOARD CERTIFIED LAWYER TAX LAW

1245 COURT STREET SUITE 102 CLEARWATER, FL 33756 TELEPHONE: (727) 442-1200 FAX: (727) 443-5829 www.gassmanlaw.com

June 1, 2016 VIA UPS

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

> Re: THE COMMONWEALTH PICTURE CO.

> > **POW PRODUCTION CO.** BOOM STUDIO CO.

Dear Sir/Madam:

Enclosed please find 3 original Certificates of Conversion on behalf of THE COMMONWEALTH PICTURE CO., a Florida corporation, POW PRODUCTION CO., a Florida corporation, and BOOM STUDIO CO., a Florida corporation. Each of the Florida corporations will convert into Wyoming corporations.

Also enclosed please find a check in the amount of \$105.00 payable to the Secretary of State (\$35 for each entity).

Please return the filed documents to our office.

Please contact Tina Arvin of my office if you have any questions on the attached.

Thank you for your assistance with the above.

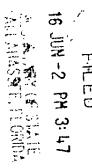
Best personal regards,

ASG:try Enclosures

Jason C. Morgan (w/ encl. via email jcmorgan10k@gmail.com) THE INFORMATION CONTAINED IN THIS TRANSMISSION MAY BE ATTORNEY PRIVILEGED AND CONFIDENTIAL. IT IS INTENDED FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION, OR COPY OF THIS COMMUNICATION MAY BE STRICTLY PROHIBITED BY LAW. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US AT THE ABOVE-STATED TELEPHONE NUMBER.

J:\M\Morgan, Jason\Florida SOS conversion letter.1.wpd

6679-9



Certificate of Conversion For Florida Profit Corporation Into "Other Business Entity"

This Certificate of Conversion is submitted to convert the following Florida Profit Corporation into an "Other Business Entity" in accordance with s. 607.1113, Florida Statutes.

1. The name of the Florida Profit Corporation converting into the "Other Business Entity" is:

THE COMMONWEALTH PICTURE CO.

Enter Name of Florida Profit Corporation

2. The name of the "Other Business Entity" is:

THE COMMONWEALTH PICTURE CO.

Enter Name of "Other Business Entity"

3. The "Other Business Entity" is a CORPORATION

(Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of WYOMING

(Enter state, or if a non-U.S. entity, the name of the country)

- 4. The above referenced Florida Profit Corporation has converted into an "Other Business Entity" in compliance with Chapter 607, F.S., and the conversion complies with the applicable laws governing the "Other Business Entity."
- 5. The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, F.S.
- 6. If applicable, the written consent of each shareholder who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to s. 607.1112(6), F.S.

7.	This	conversion	was	effective	under t	he laws	governing	the '	'Other	Business	Entity"
on	:										

(The effective date: I document is filed by	all be effective in Florida on: 1) cannot be prior to nor more than 90 days after the date this the Florida Department of State; AND 2) must be the same as the conversion under the laws governing the "Other Business"						
9. The "Other Business Entity's" principal office address, if any: 4805 W. LAUREL STREET, SUITE 100							
TAMPA, FL 3							
	ness Entity" is an out-of-state entity not registered to transact e "Other Business Entity":						
proceeding to enforce any appraisal rights of ss. 607.1301-607.1333 b.) Lists the following	e Florida Secretary of State as its agent for service of process in a obligations of the converting Florida profit corporation, including shareholders of the converting Florida profit corporation under s, Florida Statutes. Ilowing street and mailing address of an office, which the Florida ay use for purposes of s. 607.1114(4), Florida Statutes. 4805 W. LAUREL STREET, SUITE 100						
Mailing Address:	TAMPA, FL 33607						
rights the amount to w Signed this	ess Entity" has agreed to pay any shareholders having appraisal which they are entitled under ss.607-1301-607.1333, F.S. Approximately appraisal properties of the state of t						
(Must be signed by a	Chairman, Vice Chairman, Director, Officer, or, if Directors been selected, an Incorporator.)						
Printed Name: JASO Fees: Filing Fee: Certified Copy Certificate of S							