

P12000068652 ✓

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

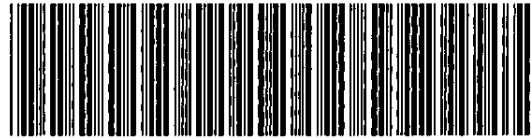
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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05/03/12--01038--003 **105.00

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12 AUG - 8 PM 2: 59
SECURITY OF STATE
TALLAHASSEE, FLORIDA

B. BOSTICK
AUG - 9 2012
EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Mela Capital Group 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:

Cindi Dixon
Contact Person

Mela Capital Group
Firm/Company

1580 Sawgrass Corp Pky #130
Address

Sunrise, FL 33323
City, State and Zip Code

Cindi@mela Capitalgroup.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Cindi Dixon at (954) 675-2319
Name of Contact Person 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

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

12 AUG -9 PM 2:59

FILED

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:

Mela Capital Group LLC
Enter Name of Other Business Entity

2. The "Other Business Entity" is a LLC L10000019519
(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 ~~6/11/11~~ 02-22-10
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:

n/a

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation**:

Mela Capital Group Inc
Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: ~~02-22-10~~ @
(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.

RECEIVED
12 AUG - 8 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 25 day of April, 2012.

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: Cindi Dixon Title: CEO

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: Cindi Dixon Title: CEO

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)

RECEIVED
12 AUG -9 PM 7:00
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: Mela Capital Group, Inc

ARTICLE II PRINCIPAL OFFICE

Principal street address
1580 Sawgrass Corp Pky
Suite 130
Sunrise, FL 33323

Mailing address, if different, is:
6378 Buena Vista Dr.
Margate, FL 33063

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:
for Profit Risk Management

ARTICLE IV SHARES

The number of shares of stock is: 200

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Cindi Dixon CEO
Address: 6378 Buena Vista Dr
Margate FL 33063

Name and Title: Karl Dixon President
Address: 6378 Buena Vista Dr
Margate, FL 33063

Name and Title: _____
Address: _____

Name and Title: _____
Address: _____

Name and Title: _____
Address: _____

Name and Title: _____
Address: _____

FILED
12 AUG -9 PM 3:00
TALLAHASSEE FLORIDA

ARTICLE VI REGISTERED AGENT

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

Name: Cindi Dixon
Address: 6378 Buena Vista Dr
Margate, FL 33063

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Cindi Dixon
Address: 6378 Buena Vista Dr
Margate, FL 33063

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

4/25/12
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.

[Signature]
Required Signature/Incorporator

4/25/12
Date



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 7, 2012

CINDI DIXON
MELA CAPITAL GROUP
1580 SAWGRASS CORP PKY. #130
SUNRISE, FL 33323

SUBJECT: MELA CAPITAL GROUP, LLC
Ref. Number: L10000019519

We have received your document for MELA CAPITAL GROUP, LLC and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Incorporation, if any.

The document must contain the name of the converting Florida profit corporation.

Please complete Article(s) I, III & IV.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Barbara Bostick
Regulatory Specialist II

Letter Number: 212A00013613

FILED
12 AUG -9 PM 3:00
DIVISION OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 23, 2012

CINDI DIXON
MELA CAPITAL GROUP
1580 SAWGRASS CORP PKY 130
SUNRISE, FL 33323

SUBJECT: MELA CAPITAL GROUP, LLC
Ref. Number: L10000019519

We have received your document for MELA CAPITAL GROUP, LLC and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must state the number of shares of authorized stock. The consultation of a legal counsel is always recommended if uncertain of the appropriate number of shares to authorize.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Barbara Bostick
Regulatory Specialist II

Letter Number: 712A00019422

FILED
12 AUG -8 PM 3:00
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA