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WHASSEE ELORIDA

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Monday, October 1, 2012

**VIA FEDEX** 

Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: JP International Ventures, Inc.

Dear Sir or Madam:

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:

Jenna G. Rubin Gutter Chaves Josepher Forman Fleisher, P.A. 2101 Corporate Boulevard, Suite 107 Boca Raton, FL 33431 (561)998-7847

Enclosed is a check for the following amount: \$113.75 Filing Fees and Certified Copy. If you have any questions, please do not hesitate to contact me.

Sincerely yours,

Jenna G. Rubin

JGR/wp Enc.

cc: Charles D. Rubin

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## Certificate of Conversion

For

"Other Business Entity"

Florida Profit Corporation

12 OCT -4 AM II: 03

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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: <u>JP International Ventures</u>, Inc.
- 2. The "Other Business Entity" is a <u>corporation</u> first incorporated under the laws of <u>Nevada</u> on <u>March 3</u>, 2005.
- 3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation is: <u>JP International Ventures</u>, Inc.
- 4. The conversion is permitted by the applicable laws governing the other business entity and the conversion complies with such laws and the requirements of s.607.1115, F.S., in effecting the conversion.
- 5. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed, or incorporated.

Signed on this <u>I9th</u> day of <u>September</u> , 2012.
Required Signature for Florida Profit Corporation:
ndividual signing affirms that the facts stated in this document are true. Any false nformation constitutes a third degree felony as provided for in s.817.155, F.S.
Signature of Director:  Jane Cherk Director

### Required Signature on behalf of Other Business Entity:

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 authorized person:

Jane Chen, Authorized Officer

FILED: 12 OCT -4 AMH: 03

#### **ARTICLES OF INCORPORATION**

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Article I: Name

The name of the corporation shall be: JP International Ventures, Inc.

Article II: Principal Office

Jane Chen 10680 SW 40th Manor Davie, Florida 33328

Article III: Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof.

Article IV: Shares

1,000 Shares

Article V: Initial Officers and/or Directors

Jane Chang Chen, Director, Vice-President Secretary and Treasurer 10680 SW 40th Manor Davie, Florida 33328 Paul Lin, Director and President 3F, No 3, Alley 9, Lane, Sec 6, Zhon-shan North Rd Taipei, Taiwan

Article VI: Registered Agent

M & W Agents, Inc. 2101 Corporate Boulevard Suite 107 Boca Raton, FL 33431

Article VII: Incorporator

Jane Chen 10680 SW 40th Manor Davie, Florida 33328

Having been named as a 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.

Onno Rubon, vice-president

9||9||2 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, FS

Incorporator

<u>Sept 1, 2012</u>

Date