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SECRETARY OF STATE TALLAHASSEE, FLORIDA

APPROVED AND FILED

D. BRUCE

OCT 5 2012

EXAMINER

GUTTER CHAVES JOSEPHER RUBIN FORMAN FLEISHER P.A.

Robert A. Chaves Norman A. Fleisher Peter J. Forman Mitchell W. Goldberg Marvin C. Gutter (1950-2010) Richard A. Josepher Jordan Lee Klingsberg Sean M. Lebowitz Charles D. Rubin Jenna G. Rubin Thomas Ruffin III (1957-2007)

Boca Corporate Center Suite 107 2101 Corporate Blvd. Boca Raton, Florida 33431

Telephone: (561) 998-7847

Facsimile: (561)-998-2642

WATS: (800) 288-2925

Website: www.floridatax.com

E-MAIL: JRUBIN@FLORIDATAX.COM

Monday, October 1, 2012

VIA FEDEX

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

> JP Business Holdings, Inc. Re:

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.5 607.1115, 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.

Jenna G. Rubin

JGR/wp Enc.

Charles D. Rubin CC:

12 OCT -4 AM 11:51

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: JP Business Holdings, Inc.
- 2. The "Other Business Entity" is a <u>corporation</u> first incorporated under the laws of <u>Nevada</u> on <u>March 3, 2005</u>.
- 3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation is: <u>JP Business Holdings, Inc.</u>
- 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.607.1415, 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 19th day of September , 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.

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

ARTICLES OF INCORPORATION

Article I: Name

The name of the corporation shall be: JP Business Holdings, 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, Secretary and Treasurer 10680 SW 40th Manor Davie, Florida 33328

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 3F, No 3, Alley 9, Lane, Sec 6, Zhon-shard STORE I ARY OLD AN ASSET OF THE SEC 1. The share is a second sec

Paul Lin, Director and President

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.

COULD KUUCH), VICE-POSSORM

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

Sept. 1, 2012