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(Requestor's Name)

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(Address)

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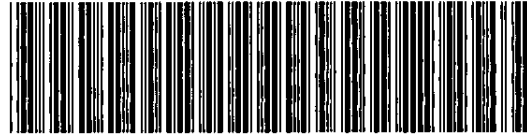
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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C. LEWIS
OCT 31 2012
EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations
LIQUID MARKETING, INC.
SUBJECT: _____

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:

ROBERT L. PETERS, ATTORNEY

Contact Person

ROBERT PETERS P.A.

Firm/Company

28 SOUTH 10TH STREET

Address

FERNANDINA BEACH, FL 32034

City, State and Zip Code

wessheffield@me.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Robert Peters, Attorney _____ at (904) 491-1083

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

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

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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:

Liquid Marketing, LLC

L12000136302

Enter Name of Other Business Entity

2. The "Other Business Entity" is a limited liability company
(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 October 25, 2012
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:

Florida

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

Liquid Marketing, 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.

Signed this 29th day of October, 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: Brittany Blair Latimer (Same) President

Printed Name: _____ Title: _____

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: Brittany Blair Latimer
Printed Name: _____ Title: MGR/MBR

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)

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**ARTICLES OF INCORPORATION
OF**

LIQUID MARKETING, INC.

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ARTICLE I

Name

The name of the corporation is LIQUID MARKETING, INC.

ARTICLE II

Duration

The corporation shall have perpetual existence.

ARTICLE III

Purpose

The purpose of this corporation is to engage in the marketing business and the transaction of any and all business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, each having a par value of \$10.00.

ARTICLE V

Principal Office and Address

The initial principal office of this corporation and mailing address is 117 Centre Street, Fernandina Beach, FL 32034. The name of the initial registered agent and address is Robert L. Peters, Esq., 28 South 10th Street, Fernandina Beach, FL 32034.

ARTICLE VI

Director

The corporation shall have 1 director(s) initially, whose name and street address is/are as follows:

Name Brittany Blair Latimer

Address: 117 Centre Street, 2nd Floor, Suite 5
Fernandina Beach, FL 32034

ARTICLE VII

Subscriber

The name and address of the incorporators of this corporation is: Brittany Blair Latimer, 117 Centre Street, 2nd Floor, Suite 5, Fernandina Beach, FL 32034.

ARTICLE VIII

Officers

This corporation shall have the following officers: President, Brittany Blair Latimer, Vice-President, Brittany Blair Latimer, Secretary, Brittany Blair Latimer and Treasurer, Brittany Blair Latimer, and such other officers as may be appointed by the Board of Directors or established by the By-Laws from time to time.

ARTICLE IX

Miscellaneous

A. This corporation shall have the following powers: All powers as are now and as are hereafter conferred upon it by law. This corporation shall continue to have all powers which the law now confers upon it, even though the law conferring such power or powers is later amended or repealed. This provision shall be construed to give this corporation the broadest and most comprehensive powers permitted by law.

B. This corporation shall establish plans such as, but not limited to, pension and/or profit sharing, wage continuation, group terms, medical care and accident and health.

C. Ownership of stock in this corporation shall not be required to make any person eligible to hold office or to become a director or officer in this corporation.

D. Any subscriber or stockholder present at any meeting either in person or by proxy, and any director present in person or by proxy, and any director present in person at any meeting of the Board of Directors shall be conclusively deemed to have received proper notice of such meeting unless he shall make objection at such meeting of any defect of insufficiency of notice.

E. The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and condition upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any capacity and receive compensation therefore in any form.

F. Unless otherwise provided in the By-Laws, stockholders shall have a preemptive right to purchase their pro rate share of new stock.

G. Unless otherwise provided in the By-Laws cumulative voting shall not be permitted.

H. No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any director or officer of this corporation is interested in or is a director or officer of such other corporation.

I. Any director of this corporation, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested.

ARTICLE X

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless the directors and stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation may be amended in any other manner permitted by law.

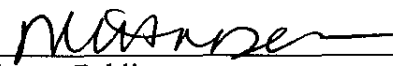
IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, executed these Articles of Incorporation and certified to the truth of the facts herein stated, this 29th day of October, 2012.


Brittany Blair Latimer

STATE OF FLORIDA
COUNTY OF NASSAU

BEFORE ME, the undersigned authority, this 29th day of October, 2012 personally appeared before me Brittany Blair Latimer, who is known to me and/or produced a Florida Drivers License as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 29th day of October, 2012.


Notary Public
My Commission Expires:



MICHELLE VANDEREN
MY COMMISSION # DD 959919
EXPIRES: March 28, 2014
Bonded Thru Budget Notary Services

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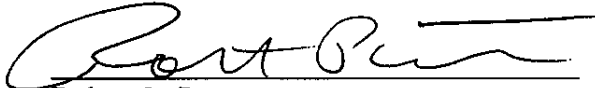
ACCEPTANCE OF DESIGNATION

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2012 OCT 30 PM 1:03

STATE OF FLORIDA
COUNTY OF NASSAU


Robert L. Peters, having been duly sworn according to law, deposes and says the following: I hereby acknowledge and agree to be the initial registered agent of Liquid Marketing, Inc. My mailing address and address for service of process is 28 South 10th Street, Fernandina Beach, FL 32034.


Robert L. Peters

STATE OF FLORIDA
COUNTY OF NASSAU

The foregoing instrument was acknowledged before me by Robert L. Peters, who produced identification and who did not take an oath and who executed the foregoing instrument, and acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 29th day of October, 2012.



Notary Public
My Commission Expires:

