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DEPARTMENT OF STATE

DIVISION OF CORPORATION

De 1-19/23 W13-5375



DEPARTMENT OF STATE

#### FLORIDA DEPARTMENT OF STATE Division of Corporations

October 8, 2013

FLORIDA RESEARCH & FILING SERVICES, INC.

SUBJECT: DYNAMIC CAPITAL, INC.

Ref. Number: W13000055755

We have received your document for DYNAMIC CAPITAL, INC. 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.

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) 245-6052.

Pamela Smith Regulatory Specialist II

Letter Number: 413A00023526

\* RESUBRITING SOME SOME CORRECTIONS

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ENTITY NAME:

DYNAMIC CAPITAL, INC.

CK# 6138 FOR \$105.00

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

\_\_\_ CERTIFIED COPY

XXX STAMPED COPY

\_\_\_ CERTIFICATE OF STATUS

Examiner's Initials

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

13 OCT -7 AM 8: 17

## Certificate of Conversion For "Other Business Entity" Into Florida Profit Cornoration

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: DYNAMIC CAPITAL, LLC 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) 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: 4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation: DYNAMIC CAPITAL, 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

Page 1 of 2

therein.)

SECRETARY OF STATE DIVISION OF CORPORATIONS Signed this 4th 2013 \_day of October 13 DCT -7 AM 8: 17 Required Signature for Florida Profit Corporation: Signature of Chairman, Vice Chair Directors or Officers have not been selected, an Incorporator: Printed Name: Jessica Morales Title: Attorney In Fact Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).] Signature: Title: Attorney in Fact Printed Name: pession 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. 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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Page 2 of 2

#### ARTICLES OF INCORPORATION

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13 DCT -7 AM 8: 17

#### Article I. Name

The name of this Florida corporation is: DYNAMIC CAPITAL, Inc.

#### Article II. Address

The street address of the Corporation's initial principal office is: DYNAMIC CAPITAL, Inc. 1840 W FAWSETT RD WINTER PARK FL 32789

#### Article III. Mailing Address

The mailing address of the Corporation's initial principal office is: DYNAMIC CAPITAL, Inc. 1840 W FAWSETT RD WINTER PARK FL 32789

#### Article IV. Registered Agent

The name and address of the Corporation's registered agent is: Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107

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#### Article V. Board of Directors

The name of each member of the Corporation's Board of Directors is: 13 OCT -7 AM 8: 17
David Beamish

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

#### Article VI. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

#### Article VII. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E

Palm Beach Gardens

FL

33410

The undersigned incorporator executed these Articles of Incorporation

on 10/4/2013.

CORPORATE CREATIONS INTERNATIONAL INC.

Jim "JP" Perkins

Executive Vice President and Chief Relationship Officer

by Jessica Morales as attorney-in-fact

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107

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13 OCT -7 AM 8: 17

### CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

**CORPORATION:** 

DYNAMIC CAPITAL, Inc.

**REGISTERED AGENT/OFFICE:** 

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E

Palm Beach Gardens

FL 33410

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

CORPORATE CREATIONS NETWORK INC.

Jessica Morales, Special Secretary

Date: 10/4/2013.

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107