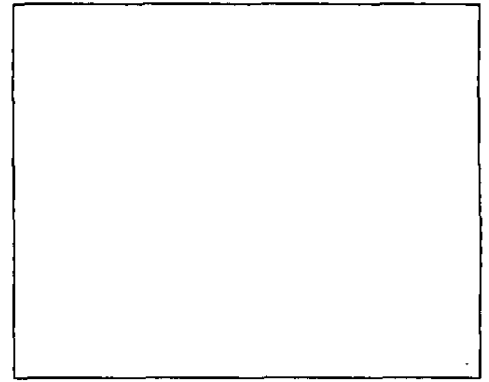


FLORIDA RESEARCH & FILING SERVICES, INC.
1211 CIRCLE DRIVE
TALLAHASSEE, FL 32301
PHONE (850)364-8000



OFFICE USE ONLY

WALK-IN

ENTITY NAME:

TERU REAL ESTATE FLORIDA, INC.

CK# 6557 FOR \$105.00

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

CERTIFIED COPY

STAMPED COPY

CERTIFICATE OF STATUS

Examiner's Initials

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:

TERU REAL ESTATE FLORIDA, LLC (LR-108294)

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 08/22/2012 ✓
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:**

TERU REAL ESTATE FLORIDA, 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.)

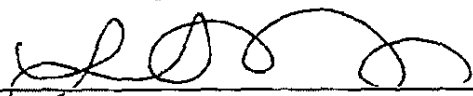
Signed this 8th day of August, 2014.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator:

Printed Name: Lauren Vadney Title: Attorney-in-Fact

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: 
Printed Name: Lauren Vadney Title: Attorney-in-Fact

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)

SECRET
RECEIVED
FLORIDA SECRETARY OF STATE

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FILED

Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

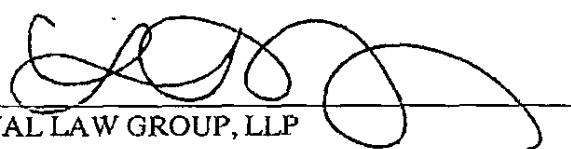
The name and address of the incorporator is:

R&S International Law Group, LLP
1000 Brickell Ave., Ste. 400
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on .

The undersigned incorporator executed these Articles of Incorporation on August 8, 2014.



R&S INTERNATIONAL LAW GROUP, LLP

by Lauren Vadney as attorney-in-fact

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14 AUG -8 AM 11:27
SPECIAL SERVICES
TALLAHASSEE, FLORIDA

R&S International Law Group, LLP
1000 Brickell Ave., Ste. 400
Miami FL 33131
305-349-1500

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE

CORPORATION:

TERU REAL ESTATE FLORIDA, INC.

REGISTERED AGENT/OFFICE:

CORPORATE MAINTENANCE SERVICES, LLC
1000 BRICKELL AVENUE
SUITE 400
MIAMI FL 33131

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 MAINTENANCE SERVICES, LLC
by Lauren Vadney as attorney-in-fact

Date: August 8, 2014

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R&S International Law Group, LLP
1000 Brickell Ave., Ste. 400
Miami FL 33131
305-349-1500