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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To: Division of Corporations
Fax Number : (850)617-6381

From: Account Name : BRENNER KAPROSY MITCHELL, L.L.P.
Account Number : I20050000128
Phone : (216)292-5555
Fax Number : (216)292-5511

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: mmcphillips@brenner-law.com

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 SEP 10 AM 9:50

FLORIDA PROFIT/NON PROFIT CORPORATION
National Annuity and C.D. Exchange Agency, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

RECEIVED
14 SEP 10 PM 12:24
TALLAHASSEE, FLORIDA

BZ 9/11/14

H14000212536 3

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: National Annuity and C.D. Exchange Agency, Inc.
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:

Maria Janda, Paralegal
Contact Person

Brenner Kaprosy Mitchell
Firm/Company

30050 Chagrin Blvd. Ste 100
Address

Pepper Pike, OH 44124
City, State and Zip Code

mjanda@brenner-law.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Maria Janda at (216) 292-5555
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:
New Filings Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filings Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

H14000212536 3

H14000212536 3

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:

National Annuity and Exchange Agency, Inc.

Enter Name of Other Business Entity

2. The "Other Business Entity" is a corporation
(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 Ohio
(Enter state, or if a non-U.S. entity, the name of the country)

on January 4, 1991
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:

National Annuity and C.D. Exchange Agency, 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.)

SEP 10 AM 9:50
DIVISION OF CORPORATE AFFAIRS
STATE OF FLORIDA

H14000212536 3

H14000212536 3

Signed this 10 day of September, 2014.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or ~~FD~~ Directors or Officers have not been selected, an Incorporator: William M. O'Donnell
Printed Name: William O'Donnell Title: Incorporator

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

Signature: William M. O'Donnell
Printed Name: William O'Donnell Title: President

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)

H14000212536 3

SEP 10 AM 9:50

SECRETARY OF STATE
DIVISION OF CORPORATE SERVICES

H14000212536 3

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: William O'Donnell
Address: 3261 Barbados Ln.
Naples, FL 34119

Having been named as 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.

X William M. O'Donnell 9/10/14
Required Signature/Registered Agent Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.133, F.S.

X William M. O'Donnell 9/10/14
Required Signature/Incorporator Date

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