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(727) 441-8966 FAX 1727) 442-8470

IN REPLY REFER TO

WMS@macfar.com

July 30, 2015

By Overnight FedEx/Express

Charter Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Conversion of SeniorHealth Matrix, LLC to SeniorHealth Matrix, Inc.

To Whom It May Concern:

My law firm and I are legal counsel to SeniorHealth Matrix, LLC and its management.

The enclosed Certificate of Conversion, Copy of Public Organic Record for the entity to be converted, Articles of Incorporation, and check for \$105.00 are submitted to convert SeniorHealth Matrix, LLC, a Florida limited liability company, into a Florida profit corporation in accordance with Section 607.1115, Florida Statutes. Please return all correspondence concerning this matter to my attention at the address or email set forth above.

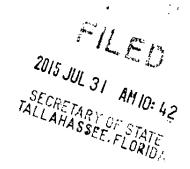
If you have any further questions or if I may be of assistance, please feel free to contact me.

Yours truly,

William M. Stainton

Enclosures

CERTIFICATE OF CONVERSION OF SENIORHEALTH MATRIX, LLC INTO SENIORHEALTH MATRIX, INC.



This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following Florida limited liability company into a Florida Profit Corporation in accordance with Section 607.1115, Florida Statutes.

- 1. The name of the Florida Limited Liability Company immediately prior to filing of this Certificate of Conversion is SeniorHealth Matrix, LLC ("Entity to be Converted").
- 2. The Entity to be Converted is a limited liability company and was first organized and formed under the laws of the State of Florida on October 1, 2013, under Document Number L13000135629.
- 3. Since its formation, the Entity to be Converted has not changed its jurisdiction and is still an active Florida limited liability company.
- 4. A copy of the public organic record for the Entity to be Converted is attached as Exhibit 1.
- 5. The plan of conversion was approved by the Entity to be Converted in accordance with Chapter 605, Florida Statutes.
- 6. The name of the corporation to be formed, as set forth in the Articles of Incorporation (attached as Exhibit 2), is: SeniorHealth Matrix, Inc.
- 7. SeniorHealth Matrix, Inc. is a for-profit corporation organized, formed and incorporated, under the laws of the State of Florida.
- 8. SeniorHealth Matrix, Inc. has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, Florida Statutes.
- 9. This conversion shall be effective on the date of filing.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion this 30th day of July, 2015.

SeniorHealth Matrix, LLC a Florida limited liability company

Malcolm "Mac" Harriman
As its sole Member

Malcolm "Mac" Harriman
As its sole Manager

EXHIBIT 1