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FARMER & ASSOCIATES

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PLLC

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NAPLES, FLORIDA 34108
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November 25, 2015

VIA FEDERAL EXPRESS DELIVERY

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: We-Consent, Inc. (the "Resulting Florida Profit Corporation")

Dear Sir or Madam:

On behalf of the Resulting Florida Profit Corporation, enclosed herewith for filing, please find the Certificate of Conversion and Articles of Incorporation. Also enclosed is our Firm's Check No. 3401 in the amount of \$122.50 (for the filing fees, Certified Copy and Certificate of Status) being 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 Farmer & Associates, PLLC, 999 Vanderbilt Beach Road, Suite 503, Naples, Florida 34108 using the enclosed, pre-paid Federal Express envelope. Also, please use the following email address for future annual report notification: afarmer@us-law.com.

Should you have any questions regarding the enclosed, please contact us at (239) 262-2040.

Very truly yours,

FARMER & ASSOCIATES, PLLC

Matthew S. McRoberts, Esq.

MSM/haf
Enclosures

cc: Dr. Michael R. Lissack (*w/enclosures via electronic mailing*)

**CERTIFICATE OF CONVERSION
FOR
WE-CONSENT, LLC
(a Florida limited liability company)
INTO
WE-CONSENT, INC.
(a Florida 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 for Profit Corporation in accordance with ss. 605.1045 and 607.1115, Florida Statutes.

ARTICLE I
Name

The name of the Other Business Entity immediately prior to filing this Certificate of Conversion is: WE-CONSENT, LLC. (L15-012300)

ARTICLE II
Entity Type

The Other Business entity, WE CONSENT, LLC, is a Florida limited liability company first organized under the laws of Florida on January 22, 2015. ✓

ARTICLE III
Name After Conversion

The name of the Florida for Profit Corporation as set forth in the attached Articles of Incorporation is WE-CONSENT, INC.

ARTICLE IV
Terms of Conversion

The Plan of Conversion has been approved in accordance with §§ 605.1041 – 605.1046, F.S. WE-CONSENT, INC., has agreed to pay to the members of any limited liability company with appraisal rights, if any, the amount to which such members are entitled under §§ 605.1006 and 605.1061-605.1072, F.S.

ARTICLE V
Effective Date

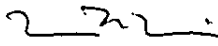
The effective date of the conversion shall be upon the date of filing.

ARTICLE VI
Compliance with Florida Law


The conversion is permitted by the applicable Florida law and this conversion complies with such law and the requirements of §§ 605.1041 and 607.1115, F.S., in effecting the conversion.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion each affirming the facts stated in this Certificate of Conversion are true on November 25, 2015.

WE-CONSENT, LLC, a Florida
Limited liability company

By: 
Michael R. Lissack, Its Manager

WE-CONSENT, INC., a Florida corporation

By: 
Michael R. Lissack, Its President

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**ARTICLES OF INCORPORATION
OF
WE-CONSENT, INC., a Florida corporation**

THE UNDERSIGNED incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FIRST: The name of the corporation is WE-CONSENT, INC. (the "**Corporation**").

SECOND: The principal place of business and mailing address of the Corporation is: 2338 Immokalee Road, Apt. 292, Naples, Florida 34110.

THIRD: The Corporation is authorized to issue one thousand (1,000) shares in the aggregate, which shares shall be of a single class of common stock and shall have a par value of \$1.00 per share.

FOURTH: The name and street address of the initial registered agent of the Corporation is Matthew S. McRoberts, Esq. c/o Farmer & Associates, PLLC, 999 Vanderbilt Beach Road, Suite 503, Naples, FL 34108.

FIFTH: The names and address of the initial director is:

Michael R. Lissack
2338 Immokalee Road
Apt. 292, Naples, Florida 34110

SIXTH: The name and address of the incorporator is Matthew S. McRoberts, Esq., c/o Farmer & Associates, PLLC, 999 Vanderbilt Beach Road, Suite 503, Naples, FL 34108.

SEVENTH: The effective date of these Articles of Incorporation shall be upon the date of filing.

NOW, THEREFORE, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Corporation, has executed these Articles of Incorporation this 25th day of November 2015.

INCORPORATOR:


Matthew S. McRoberts

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

1. The name of the corporation is: WE-CONSENT, INC.
2. The name and address of the registered agent and office is:

Matthew S. McRoberts, Esq.
c/o Farmer & Associates, PLLC
999 Vanderbilt Beach Road, Suite 503
Naples, FL 34108

Having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: _____

Matthew S. McRoberts, Esq.

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