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SECRETARY OF STATE
TALLAHASSEE FLORIDA

16 DEC 15 PM 12:30

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: Think Tank Global, 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:

Jan Kipnis

Contact Person

Think Tank Global, LLC

Firm/Company

12555 Biscayne Blvd. #727

Address

North Miami, FL 33181

City, State and Zip Code

jankipnis@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jan Kipnis

at (310) 415-2214

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

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

16 DEC 15 PM 12:30
DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

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:

Think Tank Global, LLC

Enter Name of Other Business Entity

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

on 7-28-2016
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:

NA

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

Think Tank Global, 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.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signed this 14 day of December, 2016.

Required Signature for Florida Profit Corporation:

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

Incorporator: Jan Kipnis

Printed Name: Jan Kipnis Title: Director/Treasurer CFO

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

Signature: Jan Kipnis

Printed Name: Jan Kipnis Title: Managing Member

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)

**ARTICLES OF INCORPORATION
OF
THINK TANK GLOBAL, INC., a Florida corporation**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THINK TANK GLOBAL, INC.*

The address of the principal office of this corporation shall be 6515 Collins Avenue, Unit 703, Miami Beach, FL 33141, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

This corporation shall have two classes of stock:

Class A shall be voting stock and the maximum number of shares of that stock authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

* This company was formerly Think Tank Global, LLC, a Florida limited liability company, and has since been changed to a Florida corporation.

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CLERK OF STATE
TALLAHASSEE FLORIDA

Class B stock, which shall be non-voting, shall also have \$1.00 par value per share, and the maximum number of those shares authorized to be outstanding at any one time is 1000 shares of common stock.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 6515 Collins Avenue, Unit 703, Miami Beach, FL 33141 and the name of the initial registered agent of the corporation at that address is JAN KIPNIS.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of directors, subject any limitation set forth in these Articles of Incorporation. The name and addresses of the initial Directors and Officers are:

Scott Revell Dir. / Pres. / CEO / Founder	9392 Pier Drive Huntington Beach, CA 92646
Leon Zackoski Dir. / VP / Technology Founder	1122 Village Drive South Charleston, WV 25309
Adrian King Dir. / Exec.VP of Business Dev. COO / Founder	12800 Pelham Drive Spotsylvania, VA 22553
Jan Kipnis Dir. / Treasurer / CFO / Founder	6515 Collins Avenue, Unit 703 Miami Beach, FL 33141
Dean Schafer Secretary / Founder	3804-B Logan Ferry Road Pittsburgh, PA 15239

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as a C corporation as defined therein.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

JAN KIPNIS
6515 COLLINS AVENUE, UNIT 703
MIAMI BEACH, FLORIDA 33141

IN WITNESS WHEREOF, the undersigned agent, has set the hand and seal on December 14 2016.

By: 
JAN KIPNIS

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

JAN KIPNIS, an individual residing in this State, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

THINK TANK GLOBAL, INC.

JAN KIPNIS is familiar with and accepts the obligations of the position of Registered Agent under Section 607.C505, Florida Statutes.

By: 
JAN KIPNIS

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SECRETARY OF STATE
TALLAHASSEE FLORIDA