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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

(Business Entity Name)

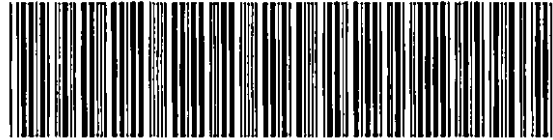
(Document Number)

Certified Copies _____

Certificates of Status _____

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T. BURGH
SEP 20 2017

COLIN BLACKWOOD LLC
ATTORNEYS & COUNSELORS AT LAW
18851 NE 29TH AVENUE, SUITE 700, AVENTURA, FLORIDA 33180 USA
T: (954) 361-5370; F: (305) 397-1006; COLIN@COLINBLACKWOOD.COM
WWW.COLINBLACKWOOD.COM
BUSINESS TRANSACTIONS | BANKRUPTCY | CORPORATE | COMMERCIAL LITIGATION |
IMMIGRATION | REAL ESTATE

September 14, 2017

VIA FEDEX

Florida Department of State
Division of Corporations
Charter Section
New Filings Section
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Philner Group, Inc.
Conversion of Other Business Entity into Florida Profit Corporation

Dear Sirs:

Our firm has been retained to represent Philner Group, Inc. Enclosed please find:

1. Executed Certificate of Conversion;
2. Articles of Incorporation; and
3. Check No. 143 in the amount of \$122.50 made payable to **Florida Department of State** for
 - Filing Fees (\$35 Conversion Fee and \$70 Florida Profit Articles of Incorporation)
 - Certified Copy \$8.75
 - Certificate of Status \$8.75

The above papers are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with Section. 607.1115, Florida Statute.

If the enclosed documents conform to your approval, please process same and return all necessary papers concerning this matter, including certified copies to:

Colin Blackwood, Esq.
Colin Blackwood LLC
18851 NE 29th Avenue, Suite 700
Aventura, Florida 33180 USA
E-mail address: colin@colinblackwood.com

in the self-addressed prepaid FedEx envelope enclosed.

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For further information concerning this matter, please do not hesitate to contact our office at (954) 361-5470.

Thank you.

Regards,
Colin Blackwood LLC
Attorneys & Counselors At Law

/s/ Colin Blackwood
Colin Blackwood

cc: *Client*.

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 Section. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Philner Group, Inc.

2. The "Other Business Entity" is a corporation first incorporated under the laws of:

State of Georgia on April 24, 2008.

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:

Not applicable.

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

Philner Group, Inc.

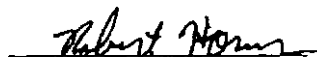
5. Effective Date:

October 1, 2017 at 00:00:00 Midnight.

Signed this 1st day of September, 2017.

Required Signature for Florida Profit Corporation:

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



Name: Robert Horner

Title: Chief Financial Officer and President

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Name: Joseph B. Phillips

Title: Vice President

Required Signature(s) on behalf of Other Business Entity:



Name: Robert Horner

Title: Chief Financial Officer and President



Name: Joseph B. Phillips

Title: Vice President

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

In compliance with Chapter 621, Florida Statute (Profit).

ARTICLE I NAME

The name of the corporation shall be: Philner Group, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

Principal street address
1426 NE 17th Avenue
Fort Lauderdale, FL 33304

Mailing address, if different is:
PO BOX 4765
Fort Lauderdale, FL 33338-4765

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To provide employment and staffing services in the oil and gas and power industry.

ARTICLE IV SHARES

The number of shares of stock is: one hundred (100)

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name: Robert Horner
Title: Chief Financial Officer and President
Address: 1426 NE 17th Avenue
Fort Lauderdale, FL 33304

Name: Joseph B. Phillips
Title: Vice President
Address: 1426 NE 17th Avenue
Fort Lauderdale, FL 33304

ARTICLE VI REGISTERED AGENT

Name: Robert Horner
Address: 1426 NE 17th Avenue
Fort Lauderdale, FL 33304

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Robert Horner
Address: 1426 NE 17th Avenue
Fort Lauderdale, FL 33304

ARTICLE VIII EFFECTIVE DATE

October 1, 2017.

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.

Robert Horner

Robert Horner
Required Signature/Registered Agent

9/1/2017

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.817.155, F.S.

Robert Horner

Robert Horner
Required Signature/Incorporator

9/1/2017

Date

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