



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
14 APR 14 AM 8:50
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

February 11, 2014

JAMIE BROWN
6100 CENTER DR WEST STE 630
LOS ANGELES, CA 90045

SUBJECT: GENESIS ACQUISITION MANAGEMENT, INC.
Ref. Number: F12000000648

We have received your document for GENESIS ACQUISITION MANAGEMENT, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide a certificate of conversion of a Delaware corp to a California corp, and the date it was filed from the state of California.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Rebekah White
Regulatory Specialist II

Letter Number: 814A00003125

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Genesis Acquisition Management, Inc.
Name of Corporation

DOCUMENT NUMBER: F12000000648

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jamie Brown

Name of Contact Person

Genesis Acquisition Management, Inc.

Firm/Company

6100 Center Drive West Suite 630

Address

Los Angeles, CA 90045

City/State and Zip Code

legal@genesisauctions.com

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

For further information concerning this matter, please call:

Jamie Brown

Name of Contact Person

at (**818**) **661-1778**

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

\$35.00 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

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

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F12000000648

(Document number of corporation (if known))

1. Genesis Acquisition Management, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. California

(Incorporated under laws of)

3. Dec 10, 2013

(Date authorized to do business in Florida)

FILED
14 APR 11 10:15
TALLAHASSEE, FLORIDA

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? N/A

5. N/A

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

N/A

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

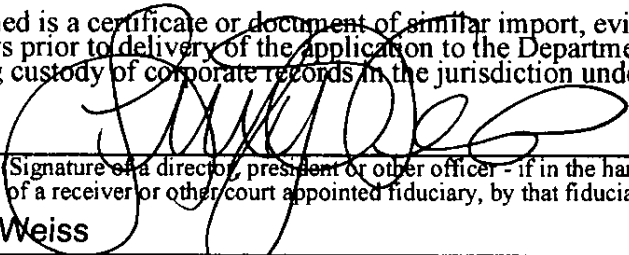
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

California

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Trixy Weiss

(Typed or printed name of person signing)

President and CEO

(Title of person signing)

A0749032

See Secretary of State's
records for exact entity name.

3415883

FILED ✓
Secretary of State
State of California

DEC 09 2013 L

icc

ARTICLES OF INCORPORATION
WITH STATEMENT OF CONVERSION

OF

GENESIS ACQUISITION MANAGEMENT, INC.

I.

The name of the corporation is GENESIS ACQUISITION MANAGEMENT, INC.

II.

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California, other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III.

The name and address in the State of California of the converted corporation's initial agent for service of process are:

Trixy Weiss
6100 Center Drive #630
Los Angeles, California 90045

IV.

The initial street address and mailing address of the converted corporation are:

6100 Center Drive #630
Los Angeles, California 90045

V.

The initial directors of the converted corporation are:

Norma Smith, 6100 Center Drive #630, Los Angeles, CA 90045
Trixy Weiss, 6100 Center Drive #630, Los Angeles, CA 90045

VI.

The converted corporation is authorized to issue only one class of shares of stock, which shall be designated Common, and the total number of shares which the corporation is authorized to issue is 1000 shares of 0 par value.

VII.

This corporation is a close corporation. This corporation is a close corporation pursuant to Section 158 of the California Corporation Law.

VIII.

All of the corporation's issued shares of all classes shall be held of record by not more than 30 persons.

IX.

The liability of the Directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

X.


The corporation is authorized to provide indemnification of Agents (as defined in Section 317 of the Corporations Code) for breach of duty to the corporation and its stockholders through Bylaw provisions or through agreements with the Agents, or both, in excess of the indemnification otherwise permitted by Section 317 of the Corporations Code, subject to the limits on such excess indemnification as set forth in Section 204 of the Corporations Code.

XI.

(STATEMENT OF CONVERSION)


The name of the converting entity is GENESIS ACQUISITIONS MANAGEMENT, INC. It is a corporation formed in Delaware with Delaware File No. 5045284. The converting entity previously qualified to do business in California pursuant to which the converting entity's California Secretary of State File No. is C3415883. The foreign entity is authorized to effect the conversion by the laws under which it is formed, and it has approved a plan of conversion or other instrument to effect the conversion as required by the laws under which it is formed. The conversion has been approved by the number or percentage of applicable holders of interest of the foreign entity as is required by the laws under which it is formed.

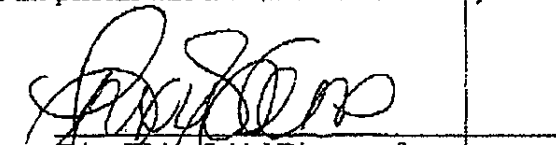
Signed by all of the initial directors:


Norma Smith, Initial Director of
GENESIS ACQUISITION
MANAGEMENT INC.


Tixy Weiss, Initial Director of
GENESIS ACQUISITION
MANAGEMENT INC.

We, the undersigned, declare that we are the persons who executed this instrument, which execution is our act and deed.


Norma Smith, Initial Director of
GENESIS ACQUISITION
MANAGEMENT INC.


Tixy Weiss, Initial Director of
GENESIS ACQUISITION
MANAGEMENT INC.

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I hereby certify that the foregoing transcript of 2 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

DEC 10 2013

Date: _____ Ken

Debra Bowen
DEBRA BOWEN, Secretary of State

**State of California
Secretary of State**

Certificate of Status

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That on the **9th day of December, 2013**, there was filed in this office a document converting **GENESIS ACQUISITION MANAGEMENT, INC.**, a Delaware corporation, into a California corporation.

That according to our records said converting Delaware corporation is converted-out on our records.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of April 9, 2014.



Debra Bowen

DEBRA BOWEN
Secretary of State