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Articles of Incorporation with Statement of Conversion

I

The name of corporation is JDC Energy Solutions Inc

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The purpose of the 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 Corporation Code.

III

This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is 1,000.

IV

(Statement of Conversion)

The name of converting California limited liability company is <u>JDC Energy Solutions LLC</u>. The limited liability company's California Secretary of State file Number is <u>201229210131</u>. The principal terms of the plan of conversion were approved by a vote of the members, which equaled or exceeded the vote required under California Corporation Code section 17710.03. There is one class of members entitled to vote and the percentage vote required is a majority in interest of the members. The limited liability company is converting into a California stock corporation.

V

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

10373 Trademark St. Ste. B, Rancho Cucamonga, CA 91730-5862

B. The name and California street address of the converted corporation's agent for service of process are:

David Cobian, 10373 Trademark St. Ste. B, Rancho Cucamonga, CA 91730

I declare I am the person who executed this instrument, which execution is my act and deed.

David Cobian, Member/Manager of JDC Energy Solutions LLC