No	Filina	Fee	(See	Instru	ctions)
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D Number:	484692
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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
rovidence, Rhode Island 02904-2615

CERTIFICATE OF CONVERSION

CINSert full name of the entity following the conversion)

BEDFORD TECHNOLOGIES, INC

SECTION I: TO BE COMPLETED BY ALL CONVERTING ENTITIES

Pursuant to the applicable provisions of the Rhode Island General Laws, 1956, as amended, the undersigned (check one box only):

"Other entity" or Business Corporation or Sole Proprietorship or Partnership (General, Limited, or Limited Liability Partnership) or Limited Liability Company

The certificate of conversion is filed as an accompanying certificate to the certificate of limited partnership or articles of organization or articles of incorporation (check one box only) of the converting entity.

This conversion has been approved in the manner provided for by the document, instrument, agreement or other writing, as the case may be, governing the internal affairs of the entity and the conduct of its business or by applicable law, as appropriate, and the partnership agreement or limited liability company agreement or articles of incorporation (check one box only) shall be approved by the same authorization required to approve the conversion.

h. The future date or time certain of the conversion to a limited partnership or limited liability company or business corporation (check one box only) is to become effective, if later than the date of filing of the certificate of conversion and the certificate of limited partnership or articles of a limited liability company or articles of incorporation (check one box only) is:

JAN 2 7 2009

By 01915/ 233

SECTION II: TO BE COMPLETE BY ALL CONVERTING ENTITIES

Under penalty of perjury, I/we declare and affirm that I/we have examined this Certificate of Conversion, including any accompanying attachments, and that all statements contained herein are true and correct and that the undersigned is authorized to sign this certificate on behalf of the entity set forth in Section 1A.

Date:_	1/27/69			
Bil	IN SOUDERFUT CHOPE	;	***************************************	
-	Print Name of other entity	<u>OR</u>		Print Name of Partnership
Ву:	A B	_	Ву:	Signature of Partner
	Signature of Authorized Person			Signature of Partner
Ву:			Ву:	
	Signature of Authorized Person			Signature of Partner
			Bv:	
	•		_,	Signature of Partner
By:	Print Name of Corporation Signature of Authorized Person Signature of Authorized Person	OR OR	Ву:	Print Name of Sole Proprietorship Signature of Sole Proprietor
		<u>OR</u>		
Pr	int Name of Limited Liability Company			
Ву:	Signature of Authorized Person	-		
_				
Ву:	Signature of Authorized Person	-		