



ROSS MILLER  
Secretary of State  
204 North Carson Street, Suite 1  
Carson City, Nevada 89701-4520  
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Website: [www.nvsos.gov](http://www.nvsos.gov)

## Articles of Conversion

(PURSUANT TO NRS 92A.205)

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### Articles of Conversion (Pursuant to NRS 92A.205)

**1. Name and jurisdiction of organization of constituent entity and resulting entity:**

**Name of constituent entity**

Jurisdiction

Entity type \*

and,

**Name of resulting entity**

Jurisdiction

Entity type \*

**2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.**

**3. Location of plan of conversion: (check one)**

☐

The entire plan of conversion is attached to these articles.

☐

The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.

☐

The complete executed plan of conversion for the resulting domestic limited *partnership* is on file at the records office required by NRS 88.330.

\* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust .



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**4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):**

Attn:

c/o:

**5. Effective date of conversion (optional) (not to exceed 90 days after the articles are filed pursuant to NRS 92A.240)\***

**6. Signatures - must be signed by:**

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).

2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

**Name of *constituent* entity**

**X**

**Signature**

**Title**

**Date**

\* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. **This statement must be included within the resulting entity's articles.**

**FILING FEE: \$350.00**

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

*This form must be accompanied by appropriate fees.*



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# Articles of Incorporation

(PURSUANT TO NRS CHAPTER 78)

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<b>1. Name of Corporation:</b>			
<b>2. Registered Agent for Service of Process:</b> (check only one box)	<div><input type="checkbox"/> Commercial Registered Agent: <input type="text"/> Name</div> <div><input type="checkbox"/> Noncommercial Registered Agent (name and address below) <b>OR</b> <input type="checkbox"/> Office or Position with Entity (name and address below)</div> <div><input type="text"/> Name of Noncommercial Registered Agent <b>OR</b> Name of Title of Office or Other Position with Entity</div> <div><input type="text"/> <input type="text"/> Nevada <input type="text"/> Street Address City Zip Code</div> <div><input type="text"/> <input type="text"/> Nevada <input type="text"/> Mailing Address (if different from street address) City Zip Code</div>		
<b>3. Authorized Stock:</b> (number of shares corporation is authorized to issue)	Number of shares <i>with</i> par value: <input type="text"/>	Par value per share: \$ <input type="text"/>	Number of shares <i>without</i> par value: <input type="text"/>
<b>4. Names and Addresses of the Board of Directors/Trustees:</b> (each Director/Trustee must be a natural person at least 18 years of age; attach additional page if more than two directors/trustees)	<div>1) <input type="text"/> Name</div> <div><input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> Street Address City State Zip Code</div> <div>2) <input type="text"/> Name</div> <div><input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> Street Address City State Zip Code</div>		
<b>5. Purpose:</b> (optional; see instructions)	<i>The purpose of the corporation shall be:</i> <input type="text"/>		
<b>6. Name, Address and Signature of Incorporator:</b> (attach additional page if more than one incorporator)	<div><input type="text"/> <b>X</b> Name Incorporator Signature</div> <div><input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> Address City State Zip Code</div>		
<b>7. Certificate of Acceptance of Appointment of Registered Agent:</b>	<i>I hereby accept appointment as Registered Agent for the above named Entity.</i> <b>X</b> Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity <input type="text"/> Date		

Article 3 continued...

The total number of shares of stock which the Corporation shall have authority to issue is 500,000,000 shares of which 400,000,000 shall be Common Stock with a par value of \$7.00 per share and 100,000,000 shall be Preferred Stock with a par value of \$8.75 per share and having a total stated capital of \$3,675,000,000.00.

The Board of Directors is authorized to issue the capital stock in one or more classes or one or more series of stock within any class thereof and which classes or series may have such voting powers, full or limited, or no voting powers, and such designations, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions thereof, shall be stated and expressed in the resolution or resolutions providing for the use issue of such stock adopted by the Board of Directors,

Article 5 continued...

type of business, investment or other pursuit or activity, whether retail or wholesale, whether commercial or industrial; and to perform any and all other lawful acts or purposes as are or may be granted to corporate entities under the laws of the State of Nevada and by any other state or foreign country. The corporation may conduct its business anywhere within the States of the United States or in any foreign country, without in any way limiting the foregoing powers. It is hereby provided that the corporation shall have the power to do any and all acts and things that may be reasonably necessary or appropriate to accomplish any of the foregoing purposes for which the corporation is formed.



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## Registered Agent Acceptance

(PURSUANT TO NRS 77.310)

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### Certificate of Acceptance of Appointment by Registered Agent:

In the matter of

Name of Business Entity

I,

Name of Registered Agent

am a: (complete only one)

a) ☐ commercial registered agent listed with the Nevada Secretary of State,

b) ☐ noncommercial registered agent with the following address for service of process:


Nevada   
Street Address City Zip Code

Nevada   
Mailing Address (if different from street address) City Zip Code

and hereby state that on  I accepted the appointment as registered agent  
Date

for the above named business entity.

Signature:

X 

Authorized Signature of R.A. or On Behalf of R.A. Company

Date