

P 16 000086041

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

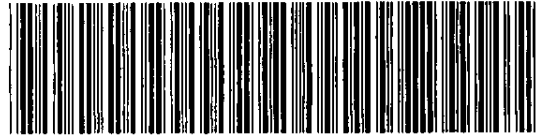
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer

Office Use Only



900289283249

10/27/16--01008--001 **45.00

900289283249
10/21/16--01007--020 **68.75

16 OCT 26 PM 6 CO 16 OCT 21 AM 11:56
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SOUTH CAROLINA
FILING

C. GOLDEN

OCT 27 2016

Holland & Knight

Requester's Name

315 South Calhoun Street, suite 600

Address

Tallahassee, FL 32301 (850)425-5686

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Bitdefender Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☒ Other Conversion

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

16 OCT 25 11 5 03
FILED

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

FILED
16 OCT 26 PM 9 00

October 21, 2016

HOLLAND & KNIGHT

SUBJECT: BITDEFENDER INC.
Ref. Number: W16000071950

We have received your document for BITDEFENDER INC. and check(s) totaling \$68.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$36.25. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

Please return the corrected original and one copy of 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) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 416A00022708

RECEIVED
DEPARTMENT OF STATE
16 OCT 26 PM 2:55

CERTIFICATE OF CONVERSION
OF
BITDEFENDER LLC
a Florida limited liability company
TO
BITDEFENDER INC.
a Florida corporation

FILED
16 OCT 28 PM 3:00

This Certificate of Conversion and the attached Articles of Incorporation are submitted to convert Bitdefender LLC, a Florida limited liability company (the "Other Business Entity"), into Bitdefender Inc., a Florida profit corporation (the "Corporation"), in accordance with s. 607.1115, Florida Statutes:

FIRST: The name of the Other Business Entity immediately prior to the filing of this Certificate of Conversion is Bitdefender LLC. L04000024532

SECOND: The Other Business Entity is a limited liability company first organized and formed under the laws of the State of Florida on March 31, 2004.

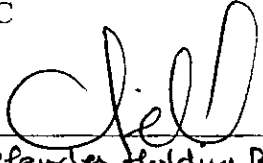
THIRD: The jurisdiction of the Other Business Entity has not changed.

FOURTH: The name of the Corporation as set forth in the attached Articles of Incorporation is Bitdefender Inc.

FIFTH: The effective date shall be the date this Certificate of Conversion is filed with the Florida Secretary of State.


IN WITNESS WHEREOF, the undersigned have executed this Certificate on this 7 day of October, 2016.

Other Business Entity:
Bitdefender LLC

By: 
Name: Bitdefender Holding B.V.
Title: Sole Member

Pan-Invest B.V.
Represented by
M.P.M. Schmidt-Arts

Corporation:
Bitdefender Inc.

By: 
Name: FLORIN TALPES
Title: DIRECTOR

**ARTICLES OF INCORPORATION
OF
BITDEFENDER INC.**

FILED
16 OCT 28 PM 9 00

The undersigned, acting as incorporator of Bitdefender Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is Bitdefender Inc. (the "Corporation").

ARTICLE II. ADDRESS

The principal and mailing address of the Corporation is:

6301 N.W. 5th Way, Suite 4300
Ft. Lauderdale, Florida 33309

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$0.01 par value per share.

ARTICLE VI. DIRECTORS/OFFICERS

The name and address of the initial Director of the Corporation is:

Florin Talpes
6301 N.W. 5th Way
Suite 4300
Ft. Lauderdale, FL 33309

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 6301 N.W. 5th Way, Suite 4300, Ft. Lauderdale, Florida 33309 and the name of the Corporation's initial registered agent at that address is James Gizzie.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is James Gizzie, 6301 N.W. 5th Way, Suite 4300, Ft. Lauderdale, Florida 33309.

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ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator executes these Articles of Incorporation on the 19
day of October, 2016.

James Gizzie

James Gizzie,
Sole Incorporator

CERTIFICATE DESIGNATING DOMICILE FOR SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Bitdefender Inc. desiring to organize under the laws of the State of Florida with its initial
registered office as indicated in the Articles of Incorporation at 6301 N.W. 5th Way, Suite
4300, Ft. Lauderdale, Florida 33309 has named James Gizzie as its agent to accept service of
process within this state.

Having been named to accept service of process for the Corporation named above, at the
place designated in this certificate, the undersigned agrees to act in that capacity, to comply
with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts,
the obligations of that position.

Dated this 19 day of October, 2016.

James Gizzie

James Gizzie

FILED
16 OCT 20 11 26 AM
CLERK OF COURT