

P08000098/39

(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



000136751940

10/28/08--01003--002 \*\*70.00

RECEIVED  
08 OCT 27 PM 3:23  
DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
2008 OCT 31 A 10:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOV - 3 2008  
D.A. WHITE

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Scalar Technologies  
Corporation

Signature

Requested by:

Name

Date

Time

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 28, 2008

CAPITAL CONNECTION, INC.  
ATTN: SETH

SUBJECT: SCALAR TECHNOLOGIES CORPORATION  
Ref. Number: W08000049308

RECEIVED  
08 OCT 31 PM 2:13  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

We have received your document for SCALAR TECHNOLOGIES CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please add zip codes to all addresses throughout the document.

An effective date may be added to the Articles of Incorporation **if a 2009 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6933.

Dale White  
Regulatory Specialist II  
New Filing Section

Letter Number: 408A00055305

**ARTICLES OF INCORPORATION  
OF  
SCALAR TECHNOLOGIES CORPORATION**

**FILED**

2008 OCT 31 A 10:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be SCALAR TECHNOLOGIES CORPORATION, and its initial postal address and its principal office for the conduct of business are: 4753 Riverwood Circle, Sarasota, Florida 34231. The Board of Directors may from time to time move the principal office to any other address in Florida.

**ARTICLE II**

The general nature of business to be transacted by this corporation is:

(a) To promote and sell any and all forms of holistic health products and services (including especially those involving scalar wave technologies), but excepting specifically any products and services deemed to be medical practice requiring licensure as such.

(b) To buy, sell, purchase, acquire, convey, mortgage or transfer in any manner whatsoever or retain in any manner whatsoever money, stocks, bonds, realty or any other property in any manner not prohibited by law.

(c) To carry on any and all business as manufacturers, producers, merchants (wholesale and retail), importers and exporters, generally without limitation as to class of products and merchandise, and to manufacture, produce, adapt, prepare, buy and sell and otherwise deal in any materials, articles or things required in connection with or incidental to the manufacture, production and dealing in such products.

(d) To build and construct any property in any manner not prohibited by law, and to engage in every aspect and phase of construction or contracting work with any material or materials whatsoever in any manner whatsoever.

(e) To such extent as a corporation organized under Chapter 607 of the Florida Statutes may now or hereafter lawfully do, to do and for the accomplishment of any of the purposes or the objects enumerated in these Articles of Incorporation, or any amendments thereof, either as principal or agent, and either alone or in connection with other firms, corporations or individuals, all and every thing necessary, suitable, convenient, or proper or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance the value of its property and, in general, to engage in and carry on any and every lawful business in any manner whatsoever not prohibited by law, whether or not the same be necessary or incident to the attainment of the objects of this corporation, or whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation, or any and all powers, rights and privileges which a corporation may now or hereafter be organized, authorized or empowered to do or exercise under Chapter 607 of the Florida Statutes, or under any Act amendatory thereto, supplemental thereto or substituted therefore.

(f) The foregoing paragraphs shall be construed as enumerating the purposes, objects and powers of this corporation and no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

### ARTICLE III

The term for which this corporation shall exist shall be perpetual.

#### ARTICLE IV

The maximum number of shares of stock which this corporation is authorized to issue and to have outstanding at any one time is thirty (30) shares of common stock at Ten Dollars (\$10.00) par value per share. Said capital stock shall be non-assessable and shall be payable in lawful money of the United States or in property, labor or in services at a just valuation to be fixed by the Directors at a meeting duly convened and held.

#### ARTICLE V

The name and address of the person signing these Articles as incorporator are:  
Lawrence Klepetko, 46 North Washington Boulevard, Suite 15, Sarasota, Florida 34236.

#### ARTICLE VI

The street address of the initial registered office of this corporation and the name of its initial registered agent at such address are as follows:

Registered Agent: Joseph Randolph Savage

Registered Office: 4753 Riverwood Circle, Sarasota,  
Florida 34231

#### ARTICLE VII

The business of the corporation shall be conducted, carried on and managed by and through a Board of Directors composed of one (1) or more members, which number may be altered from time to time by the By-Laws of this corporation within the limitations prescribed by law. The initial Board of Directors of this corporation shall consist of three (3) members.

The names and addresses of the initial directors of this corporation who, subject to the provisions of these Articles of Incorporation, the By-Laws and the laws of the State of

Florida, shall hold office until the first annual meeting of the corporation or until successors are elected and have been qualified are as follows:

<u>Name</u>	<u>Address</u>
Joseph Randolph Savage	4753 Riverwood Circle, Sarasota, Florida 34231
James Edward Trider	2124 North Tamiami Trail, #205, Sarasota, Florida 34234
Lawrence Klepetko	46 North Washington Boulevard, Suite 15, Sarasota, Florida 34236

#### ARTICLE VIII

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or other corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or other corporation in which he may in anywise be interested. Any director of this corporation may vote upon any contract or other transaction between this corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

#### ARTICLE IX

These Articles of Incorporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon shareholders are granted subject to this reservation.

WITNESS my hand and seal this 24<sup>th</sup> day of October, 2008.

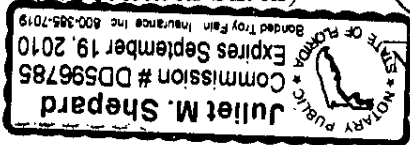
Lawrence Klepetko  
Lawrence Klepetko

STATE OF FLORIDA  
COUNTY OF SARASOTA

I hereby certify that on this day before me, a notary public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Lawrence Klepetko, to me known to be the person described as incorporator to the foregoing Articles of Incorporation and who executed the same and acknowledged before me that he subscribed to those Articles of Incorporation. I do hereby state that such person did/did not take an oath. I state also that such person is known personally to me or, alternatively, such person produced the following identification to me:

WITNESS my hand and official seal in the County and State named above this 25 day of October, 2008.

My Commission Expires:

(NOTARIAL SEAL)  
 Juliet M. Shepard  
Notary Public, State of Florida at Large

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, OR DESIGNATING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST, THAT SCALAR TECHNOLOGIES CORPORATION,  
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF  
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF SARASOTA,  
STATE OF FLORIDA, HAS NAMED JOSEPH RANDOLPH SAVAGE  
AT 4753 RIVERWOOD CIRCLE, CITY OF SARASOTA, STATE OF FLORIDA, 34231 AS IT'S  
AGENT TO ACCEPT SERVICES OF PROCESS WITHIN FLORIDA.

(CORPORATE OFFICER)

SIGNATURE Lawrence Klepetko  
LAWRENCE KLEPETKO

TITLE: Incorporator

DATE October 24, 2008

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCES OF MY DUTIES.

SIGNATURE Joseph Randolph Savage  
JOSEPH RANDOLPH SAVAGE  
REGISTERED AGENT

DATE Oct 24, 2008.

2008 OCT 31 A 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED