

P14000056582

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

(Document Number)

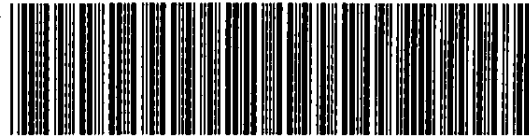
Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

W14-37461

Office Use Only



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06/13/14--01008--009 **105.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 JUN 13 PM 4:25

APPROVED
AND
FILED

1/4

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: Scaleit USA Inc
Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Susan Folsom

Contact Person

Folsom Accounting Services Inc
Firm/Company

1605 Main St

Address

Dunedin FL 34698

City, State and Zip Code

fas@tampabay.rr.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Susan Folsom CPA

Name of Contact Person

at (727) 738-8906

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:



\$105.00 Filing Fees



\$113.75 Filing Fees
and Certificate of
Status



\$113.75 Filing Fees
and Certified Copy



\$122.50 Filing Fees,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

New Filings Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filings Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 16, 2014

SUSAN FOLSOM
1605 MAIN ST
DUNEDIN, FL 34698

SUBJECT: SCALEIT, LLC
Ref. Number: W14000037461

We have received your document for SCALEIT, LLC and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Incorporation, if any.

Sections 607.1113, 605.0203, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by an authorized representative. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

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.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 214A00013031

APPROVED,
AND
FILED

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

14 JUN 13 PM 4:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Scaleit, LLC - L09000034965

Enter Name of Other Business Entity

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: limited liability company, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 4/10/2009
Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

Scaleit USA Inc.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: January 1, 2014 ~~June 13, 2014~~
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

APPROVAL
AND
FILED

Signed this 31 day of March, 2014.

14 JUN 13 PM 4:25

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: Dag Røsen

Printed Name: Dag Arne Røsen Title: Officer/Director

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: Dag Røsen
Printed Name: Dag Røsen Title: Managing Member

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

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AND
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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

14 JUN 13 PM 4:25

ARTICLE I NAME

The name of the corporation shall be: Scaleit USA Inc

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

Principal street address
4625 E Bay Dr
Ste 107
Clearwater, FL 33764

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Any and all lawful business

ARTICLE IV SHARES

The number of shares of stock is: 100

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Tom Ray Hansen Pres Name and Title: Steinar Olsen Treasurer

Address: 4625 E Bay Dr Ste 107 Address: 4625 E Bay Dr Ste 107
Clearwater, FL 33764 Clearwater FL 33764

Name and Title: _____ Name and Title: Oleg Andrian Sec

Address: _____ Address: 4625 E Bay Dr Ste 107
Clearwater, FL 33764

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Fokem Accounting Services Inc
Address: 1605 Main St
Dunedin, FL 34698



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AND
FILED

14 JUN 13 PM 4:25

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Board of Directors Corporate Resolution of Scaleit Group AS.

We, the undersigned, being all the directors of this corporation consent and agree that the following corporate resolution was made on December 20th, 2013 at Vestvollveien 30B, 2019 Skedsmokorset, NORWAY.

We do hereby consent to the adoption of the following as if it was adopted at a regularly called meeting of the board of directors of this corporation. In accordance with State law and the bylaws of this corporation, by unanimous consent, the board of directors decided that:

June 13, 2014
Article 1. Scaleit LLC of Clearwater, Florida, a company 100% owned by Scaleit Group AS will change entity from a LLC (Limited Liability Company) to Inc (Incorporation) effective from ~~January 1st 2014~~. Scaleit Inc will be doing business as Scaleit USA. The Board of Directors of Scaleit USA effective from ~~January 1st 2014~~ will be; *June 13, 2014* *DR*

- Tom Roy Hansen, President.
- Steinar Olsen, Treasury.
- Oleg Andrisan, Secretary.

Article 2. This decision of the board has been written in English language, a language known (written and spoken) by all signatories.

Date, *12/16/13*

[Signature]
Fred Stokvold

Date, *12/16/13*

[Signature]
Tom Roy Hansen

Date, *12/16/13*

[Signature]
Dag Arne Rasen

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Folsom Accounting Svcs Inc

Address: 1605 Main St
Dunedin, FL 34698

APPROVED
AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Susan Folsom
Required Signature/Registered Agent

6/13/14
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Susan Folsom
Required Signature/Incorporator

6/13/14
Date