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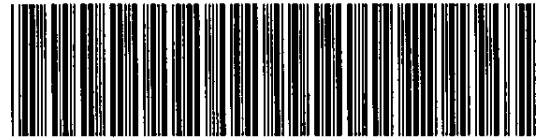
(Business Entity Name)

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17 JAN 12 AM 11:38
SEPT. 12, 2017
TALLAHASSEE, FLORIDA

01/13/17

COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Bitghost, Inc.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: JOZSEF KALI JR.
Name (Printed or typed)
17589 HOLLY OAK AVE.
Address
FORT MYERS, FL 33967
City, State & Zip
239- 470-0820
Daytime Telephone number
JOZSEFKALI@ICLOUD.COM
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

Bitghost, Inc.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 – NAME

The name of the Corporation is **Bitghost, Inc.**, (hereinafter, "Corporation").

ARTICLE 2- PRINCIPAL OFFICE

The initial street address of the principal office of the Corporation in this State will be 17589 Holly Oak Ave Fort Myers, FL 33967 and the mailing address is the same. The Board of Directors may from time to time move the principle office to any other address in Florida and the Corporation may have other offices, agencies and branches, at such places may be determined by the Board of Directors.

ARTICLE 3 – PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE 4 – INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Jozsef Kali Jr.

17589 Holly Oak Ave Fort Myers, FL 33967

PG: 1 of 7

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 5 – DIRECTOR(S)

The Director(s) of the Corporation shall be:

Jozsef Kali Jr.

Whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 6 – OFFICERS

The officers of the Corporation shall be:

President: Jozsef Kali Jr.

Secretary: Jozsef Kali Jr.

Treasurer: Jozsef Kali Jr.

ARTICLE 7 – TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 8 – POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 9 – SUB- CHAPTER S CORPORATION

The Corporation may elect to be an **S** Corporation, as provided in Sub-Chapter **S** of the Internal Revenue Code of 1986 as amended.

9.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an **S** Corporation as provided in Sub-Chapter **S** of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

9.2 After this Corporation has elected to be an **S** Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders share of stock in the Corporation, which will result in the termination or revocation or such election to be an **S** Corporation, as provided in Sub-Chapter **S** of the Internal Revenue Code of 1986 as amended.

9.3 Once the Corporation has elected to be an **S** Corporation, each share of stock issued by this Corporation shall contain the following legend:

“The shares of stock represented by this certificate cannot
Be transferred if such transfer would void the election of
The Corporation to be taxed under Sub-Chapter **S** of the
Internal Revenue Code of 1986, as amended,”

ARTICLE 10 – SHAREHOLDERS RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders Restrictive Agreement, if any is on file at the principal office of the Corporation.

ARTICLE 11- CORPORATE CAPITALIZATION

11.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **ONE THOUSAND (1,000.00)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

11.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to vote for each share on all matters on which Shareholders have the right to vote.

11.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

11.4 No holder of shares of stock of any class shall any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

11.5 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

11.6 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any as may be set forth in the bylaws of the Corporation.

ARTICLE 12 – REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 13 – REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is 17589 Holly Oak Ave Fort Myers, FL 33967. The name and address of the registered agent of this Corporation is JOZSEF KALI JR. 17589 Holly Oak Ave Fort Myers, FL 33967

ARTICLE 14 – BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number or Directors equal to a majority of the number who would constitute a full Board of Director(s) it the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 15- AMENDMENT

The Corporation reserve the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statues of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

ARTICLE 16 – EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

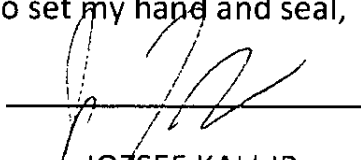
ARTICLE 17 – INDEMNIFICATION

The Corporation shall indemnify a Director(s) or Officer(s) of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the Director(s) or Officer(s) was party because the Director(s) or Officer(s) is or was a Director(s) or Officer(s) or the Corporation against reasonable Attorney fees and expenses incurred by the Director(s) or the Officer(s) in connection with the proceeding. The Corporation may indemnify an individual(s) made a party to a proceeding because the individual(s) is or was a Director(s), Officer(s), employee(s) or Agent(s) of the Corporation against liability if authorized in the specific case after determination, in the manner required by the Board of Directors, that indemnification of the Director(s), Officer(s), employee(s) or Agent(s), as the case may be, is permissible in the circumstances because the Director(s), Officer(s), employee(s) or Agent(s) has met the standard of conduct set forth by the Board of Directors. The indemnification and advancement of Attorney fees and expenses for Director(s), Officer(s), employee(s) and Agent(s) of the Corporation shall apply when such person(s) are serving at the Corporation, as the cases may be, as Director, Officer, Partner, Trustee, Employee or Agent of another foreign or domestic Corporation, Partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable Attorney fees and expenses incurred by a Director, Officer, Employee or Agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation may also purchase and maintain insurance on behalf of an individual arising from the individual's status as a Director, Officer, employee or

Agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of Attorney fees and expenses to any person who is or was a Director, Officer, Employee or Agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person(s) by contract or in any other manner. If any word, clause or sentence of the forgoing provisions regarding indemnification or advancement of the Attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to " Director ", " Officer ", " Employee", and " Agent ", shall include the heirs, estates, executors, administrators and representatives of such persons.

IN WITNESS WHEREOF, I have hereunto set my hand and seal,

This 9th day of JANUARY 2017

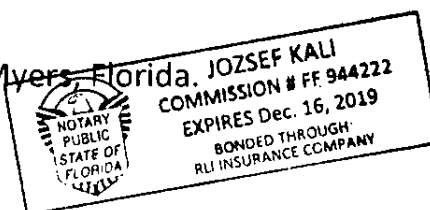

JOZSEF KALI JR.

STATE OF FLORIDA

COUNTY OF LEE

I HEREBY CERTIFY that before me, the undersigned authority, this day personally appeared JOZSEF KALI JR. to me know and known to me to be the person described in and who subscribed to the forgoing Articles of Incorporation and who acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal at Fort Myers, Florida. JOZSEF KALI
This 9th day of JANUARY 2017
COMMISSION # FF 944222
EXPIRES Dec. 16, 2019
BONDED THROUGH
RI INSURANCE COMPANY



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

Bitghost, Inc.

FILED
17 JAN 12 AM 11:38
CLERK OF STATE
TALLAHASSEE FLORIDA

Desiring to organize upon the Laws of the State of Florida, with its principal
Office, as indicated in the Articles of Incorporation in the City of Fort Myers,
County of Lee, State of Florida, has named JOZSEF KALI JR. located at, 17589
Holly
Oak Avenue, Fort Myers, Florida 33967 City of Fort Myers, County of Lee, State
of Florida, as its Agent to accept service of process within this State.

Having been named to accept service of process for the above stated Corporation,
at place designated in this certificate, I hereby accept to act in the capacity, and
agree to comply with the provisions of said Act relative to keeping open said
business.

By



Jozsef Kali Jr. (President, Agent)