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(Business Entity Name)

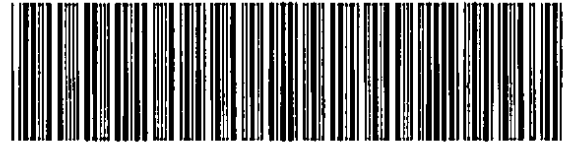
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FRANCHISING
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2022 NOV 29 AM 5:43

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 24, 2022

SANFORD M. REINSTEN, ESQ.
MARINA MILE BUSINESS PARK
2890 MARINA MILE BOULEVARD SUITE 118
FORT LAUDERDALE, FL 33312

SUBJECT: NOVI US, INC.
Ref. Number: W22000090910

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

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.

Tyrone Scott
Regulatory Specialist II
New Filings Section

Letter Number: 822A00015382

Articles of Conversion
For
Converting Eligible Entity
Into
Florida Profit Corporation

The Articles of Conversion and attached Articles of Incorporation are submitted to convert the following **eligible business entity into a Florida Profit Corporation** in accordance with ss. 607.11933 & 607.0202, Florida Statutes.

1. The name of the Converting Entity immediately prior to the filing of the Articles of Conversion is:

TAMARIS USA INC.

Enter Name of the Converting Entity

2. The converting entity is a **corporation**

(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 **Delaware**

(Enter state, or if a non-U.S. entity, the name of the country)

on **01/21/2014**

Enter date "Converting Entity" was first organized, formed or incorporated.

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

NOVI US, INC.

Enter Name of Florida Profit Corporation

4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.

5. If not effective on the date of filing, enter the effective date: _____

(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

(3)
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2022 NOV 29 AM 5:57
CLERK OF SUPERIOR COURT
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signed this 26 day of OCT., 2022.

Required Signature for Florida Profit Corporation:

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

X

Printed Name: Tobias M. Seng Title: Pres.

Required Signature(s) on behalf of Converting Florida partnerships, limited partnerships, and limited liability companies: [See below for required signature(s).]

Signature: X

Printed Name: Tobias M. Seng Title: Pres.

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:

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

ARTICLES OF INCORPORATION

OF

NOVI US, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is **NOVI US, INC.**

ARTICLE II - NATURE OF BUSINESS

The general character, purpose and nature of business to be transacted by this corporation is to carry on in any capacity any business or trade deemed legal in the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 4500 shares of common stock and 500 shares of preferred stock, each share having a par value of \$.10.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is \$500.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at 1776 N. Pine Island Rd., Suite 309, Plantation, FL 33322. The Board of Directors may from time to time designate such other address and place for the principal offices of this corporation as it may see fit.

ARTICLE VII - REGISTERED AGENT


In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

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2022 NOV 29 AM 5:50
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

That **NOVI US, INC.** desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the city of Plantation County of Broward, has named: Sanjay Gupta & Associates, LLC as its agent to accept service of process within this State at 1776 N. Pine Island Rd., Suite 309, Plantation, FL 33322.

ACKNOWLEDGMENT

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



Sanjay Gupta, Member and Manager of
Sanjay Gupta & Associates LLC
Registered Agent,
1776 N. Pine Island Rd.,
Suite 309, Plantation, FL 33322
For NOVI US, INC.

ARTICLE VIII - DIRECTORS

The corporation shall have 1 director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE IX - INITIAL DIRECTOR

The name and address of the initial director who shall hold office until his successors are elected and have qualified is as follows:

Tobias M. Seng 1776 N. Pine Island Rd., Suite 309, Plantation FL 33322

ARTICLE X - INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is: Tobias M. Seng, 1776 N. Pine Island Rd., Suite 309, FL 33322

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall become effective upon acceptance by the Secretary of State.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 26 day of OCT, 2022.

X

Tobias M. Seng for
NOVI US, INC.