

STATE OF ALABAMA

DOMESTIC ENTITY CONVERSION TO NON-REGISTERED FOREIGN ENTITY (TERMINATION OF DOMESTIC ENTITY)

PURPOSE: In order to change a domestic entity (any entity formed in Alabama) to a non-registered foreign entity (an entity formed outside of Alabama and not transacting business in Alabama), the entity must deliver the documentation in this form pursuant to 10A-1-8.04(a)(2), Code of Alabama 1975.

INSTRUCTIONS: Mail one (1) signed original and one (1) copy of the completed Conversion/Termination package, the standard filing fee of \$100.00 or the expedited filing fee of \$200.00 (credit card, check, or money order) to the Secretary of State, Business Services, P.O. Box 5616, Montgomery, Alabama, 36103-5616, and a check or money order made out to the Judge of Probate in the county where the converting domestic entity's formation documents were recorded (contact the Office of the Judge of Probate for the fees). The Secretary of State will file, certify, and transmit the copies to the Judge of Probate in accordance with 10A-1-4.02(g). The Conversion/Termination will not be registered if the credit card does not authorize and will be removed from the index if the check is dishonored. If you desire a stamped copy returned to you, supply a third copy and a pre-addressed postage paid return envelope.

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Shelby Cnty Judge of Probate, AL
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(For SOS Office Use Only)

This form must be typed or laser printed.

Faxed and emailed transmissions will not be acknowledged, processed, or returned.

1. Information on the converting domestic entity (entity will cease to exist in Alabama at conversion/termination):

Alabama Entity ID number of converting entity: 257-274 (Format 000-000) * This is not a tax id number or federal employer id number. The number is required to process the filing.

***INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

The name of the converting/terminating domestic entity as recorded with the Secretary of State of Alabama:
EWMConsulting Inc
County Probate Office in Alabama where the formation documents/articles of this domestic entity were recorded and where the conversion/termination document will be forwarded by SOS: Shelby county Alabama

This Document was prepared by:

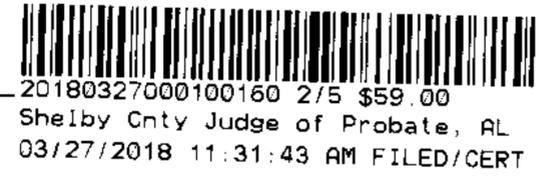
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RECEIVED DATE
MAR 09 2018
SECRETARY OF STATE
OF ALABAMA

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2. Information on the converted foreign entity(formed/created by this conversion) – this entity will exist outside the State of Alabama:

The name of the new foreign entity resulting from this conversion:
EWM Consulting Inc



Converted entity will be (check one):

- Business Corporation
- Nonprofit Corporation
- Professional Corporation (PC)
- Limited Liability Company (LLC)
- Registered Limited Liability Partnership (LLP)
- Limited Partnership (LP)
- Limited Liability Limited Partnership (LLLP)
- Employee Cooperative Corporation
- Real Estate Investment Trust
- Other: _____

3. Street (No PO Boxes) Address of principal office of new foreign/surviving entity: 2756 Comstock Circle, Belmont, CA 94002

Mailing Address (if different) _____

4. The foreign entity has been filed in the public office of (name of agency and street address): Secretary of State, P.O. Box 944260, Sacramento, CA 94244-2600
of State/Country: California, USA

- 5. A certified copy of the filed conversion certificate/formation document for the new jurisdiction must be attached (evidences compliance with 10A-1-8.04(a)(1)).**
- 6. The converted foreign entity certifies that the entity is no longer transacting business in the State of Alabama.
- 7. If the converted entity is one in which one or more owners lack limited liability protection, a statement that each owner of the converting entity who is to become a owner without limited liability protection of the resulting entity has consented in writing to the conversion as required by 10A-1-8.01 is attached.
- 8. The undersigned certify that the conversion was approved pursuant to *Code of Alabama 1975*, Title 10A, Chapter 1, Article 8 (specifically 10A-1-8.01) and that the information included in or attached to this conversion form are true and correct.
- 9. The converted foreign entity agrees to promptly pay to dissenting owners of the domestic entity that is a party to the conversion/termination of the domestic entity the amount, if any, to which they are entitled under Alabama Law (*Code of Alabama 1975*, 10A-1-8.04).
- 10. The converted foreign entity consents that service of process in a proceeding to enforce any obligation or any dissenter's rights of owners of the converted/terminated Alabama domestic entity may be made by registered mail addressed to the principal address of the surviving entity provided in this document or by any method provided by the Alabama Rules of Civil Procedure. Also, any notice or demand required or permitted by law to be served on the domestic entity terminated by this conversion may be served on the surviving or resulting foreign entity by registered

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mail addressed to the principal office of the surviving entity as provided in this document or in any other manner similar to the procedure provided by the Alabama Rules of Civil Procedures for the process of service.

11. The undersigned certify that signatures are in accordance with the requirements of 10A-1-4.01 of the *Code of Alabama 1975* with respect to this filing instrument.

~~02/07/2018~~ *Mungali*
Date
03/02/2018

Vivek K. Mungali (Director)
Typed Name and Title of Signature Below

Mungali

Signature

~~02/02/2018~~
Date

Sandhya Kharbanda (Director)
Typed Name and Title of Signature Below

Sandhya Kharbanda

Signature

Date

Typed Name and Title of Signature Below

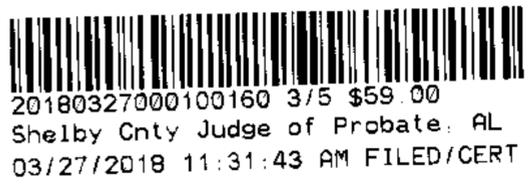
Signature

Date

Typed Name and Title of Signature Below

Signature

Additional signatures may be added by attachment.



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FILED JKM

Secretary of State
State of California

1a FEB 12 2018

Sample - Conversion of a Foreign Entity into a California Stock Corporation

Articles of Incorporation
with Statement of Conversion

I

The name of the corporation is EWM Consulting Inc

II

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the **General Corporation Law** of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and California street address of the converted corporation's initial agent for service of process are:

Vivek Kumar Mungali			
Agent's Name			
2756 Comstock Cir	Belmont	CA	94002
Agent's Street Address	City	State	Zip Code

IV

The initial street address and mailing address of the converted corporation are:

2756 Comstock Cir	Belmont	CA	94002
Initial Street Address of Corporation	City	State	Zip Code
C/o Vivek Mungali, 2756 Comstock Cir	Belmont	CA	94002
Initial Mailing Address of Corporation	City	State	Zip Code

V

This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is 1000 (one thousand, par value of \$ 0.01)

VI

(Statement of Conversion)



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The name of the converting entity, EWM Consulting Inc
it is a Corporation formed in Shelby county of the state of Alabama

[The converting entity's California Secretary of State file number is _____.] The foreign entity is authorized to effect the conversion by the laws under which it is formed, and it has approved a plan of conversion or other instrument to effect the conversion as required by the laws under which it is formed. The conversion has been approved by the number or percentage of applicable holders of interest of the foreign entity as is required by the laws under which it is formed.

I declare I am the person who executed this instrument, which execution is my act and deed.

Vivek Mungali 02/08/18
Vivek Kumar Mungali, President and CEO of EWM Consulting Inc

Vivek Mungali 02/08/18
VIVEK K. MUNGALI (PRESIDENT & CEO)
OF FOREIGN ENTITY and incorporator
EWM CONSULTING INC

Article III: If an individual is designated as the initial agent for service of process, include the agent's business or residential street address in California (a P.O. Box address is not acceptable). If another corporation is designated as the initial agent for service of process, do not include the address of the designated corporation. Article IV: List the initial street address of the corporation (a P.O. Box address is not acceptable), and if different, include the initial mailing address of the corporation. This sample is only to be used as a guide in preparing Articles of Incorporation containing a statement of conversion. This sample meets the minimum statutory requirements; for other scenarios, refer to the California Corporations Code commencing with sections 230 and 1150.



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I hereby certify that the foregoing
transcript of 7 page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office

FEB 26 2018

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State