



NEVADA STATE CONTRACTORS BOARD

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Web site: www.nscb.state.nv.us

APPLICATION FOR CONVERSION OF ENTITY

General Instructions

1. Please type or print in ink when completing this form.
2. Make sure the application is properly signed and notarized.
3. Read all instructions carefully. The Nevada State Contractors Board (Board) desires to provide courteous and timely service to all applicants. To maximize its efficiency and the level of service, the Board will process complete applications only. **A complete application includes all applicable supporting documents and fees. The Board will not act as your agent in gathering information or supporting documents necessary for the consideration of this application. Incomplete applications will be returned to you.**
4. Complete each section, and answer all questions on this form.
5. This form cannot be used to change the qualified person. If there has been a disassociation of the qualified person, you must notify the Board in writing, within 10 days (including the date of disassociation), and file the necessary change application. (The required application form is available on our web site, or from an office of the Board.)
6. Include Required Fee of \$300.00

SECTION 1 – BUSINESS NAME:

Current Business Name: _____
(Use Name Currently Shown on Your License)

License Number: _____
(A separate application is required for each license)

Business Name: The legal business name is the name that will appear on the license and is the actual name under which the contracting business will be conducted. If you will be using a fictitious business name (doing business as), list that name also, and include a filed copy of your fictitious name certificate.

Legal Business Name of Resulting Entity: _____

SECTION 2 – BUSINESS ENTITY

Nevada Revised Statute, Chapter 92A provides for the conversion of certain entity types when the constituent or resulting entity is a domestic entity organized and existing under the laws of the State of Nevada. If neither the constituent nor the resulting entity is a domestic entity organized and existing under the laws of the State of Nevada, see Notice Regarding Conversion of Foreign Entity on page 2.

You should consult with your legal counsel regarding plans of conversion, and whether or not such action is applicable to your business.

FOR OFFICE USE ONLY – DO NOT WRITE IN THIS SPACE

Date Received: _____ Amount: _____ Receipt #: _____ Data Entry: _____

Withdrawn: _____ Approved: _____ Denied: _____

Data Entry Change Request: _____ File Closed: _____

Business Entity: Designate the entity type and State of origin for both the constituent and resulting entity by placing a check mark in the appropriate box and provide the State of origin for both the constituent entity and resulting entity.

CONSTITUENT ENTITY

RESULTING ENTITY

- Corporation – State of Origin _____
- Limited Liability Company – State of Origin _____
- General Partnership – State of Origin _____
- Limited Partnership – State of Origin _____

- Corporation – State of Origin _____
- Limited Liability Company – State of Origin _____
- Limited Partnership – State of Origin _____

You must attach a copy of the filed Articles of Conversion, along with the certificate of authority issued by the Nevada Secretary of State. Additional documents required are as follows:

If the resulting entity is a **Limited Liability Company:** Submit a copy of your Articles of Organization and Operating Agreement.

If the resulting entity is a **Limited Partnership:** Submit a copy of your partnership agreement.

NOTICE REGARDING CONVERSION OF FOREIGN ENTITY: If the resulting entity is not a Nevada business entity, whose conversion is governed by Nevada Revised Statute, Chapter 92A, you must provide a written legal opinion from your own legal counsel regarding the authority for conversion. The opinion must cite the statutory authority which provides for the conversion, and address whether or not the laws governing conversions in that State provide that the resulting entity is a continuation of the constituent entity, and whether or not the liability of the constituent entity flows to the resulting entity.

SECTION 3 – PERSONNEL OF RESULTING ENTITY

Personnel: Supply the identifying information below for each person (or company if an LLC) to be added or deleted from this license.

Background Disclosure Statement: Each person you are adding to this license must complete a background disclosure statement. The required form is on page 6 & 7. A separate form must be completed for each person.

Add	Delete	Change	
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Full Legal Name: _____ Title: _____
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Full Legal Name: _____ Title: _____
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Full Legal Name: _____ Title: _____
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Full Legal Name: _____ Title: _____
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Full Legal Name: _____ Title: _____
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Full Legal Name: _____ Title: _____
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Full Legal Name: _____ Title: _____
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Full Legal Name: _____ Title: _____

Note: Attach a copy of your corporate minutes showing the election or appointment of each officer, manager, or member to be added to this license.

If additional space is needed, please attach a separate sheet

SECTION 4 - CONTRACTORS LICENSES

Each **new person** that you are adding to this license must provide a list of Contractors licenses on which they have appeared, whether in Nevada or any other state. If your response to this section is “none”, or if you are not adding any new personnel, indicate same in the space below.

Company Name	State	Lic. No.	Issue Date	Current License Status

SECTION 5 - GENERAL QUESTIONS

Answer all questions and attach any supplemental information required. Your answer to each question applies to the constituent and resulting entities, as well as all personnel listed above in section 3.

1. Since obtaining this license, have you, or any of you, had a contractor’s license denied, suspended or revoked by Nevada or any other state? Or been connected with any person, firm, partnership or corporation whose contractor’s license was denied, suspended or revoked by Nevada or any other state?
 No Yes - attach a detailed explanation including State, license number, and date.
2. Are there any judgments, suits or claims pending or recorded against you?
 No Yes - attach a detailed explanation.
3. Are there any liens or stop notices for labor or materials filed on any of your work anywhere?
 No Yes - attach a detailed explanation.
4. Since obtaining this license, have you or any of you, pled “guilty” or “no contest” to, or been convicted of a crime?
 No Yes - attach a detailed explanation for each instance, including copies of the original complaint, information, or indictment and final judgment or conviction for any/ and all arrests.

SECTION 6 - FINANCIAL RESPONSIBILITY

1. Has there been a material change in ownership as a result of the conversion?
 No Yes – If yes, provide names and addresses of persons holding at least a 25% interest.
2. Were all of the assets and liabilities of the constituent entity transferred to the resulting entity?
 No Yes

Financial Statement Requirements: You must submit a current financial statement (statement) with this application that meets the following criteria. **To ensure acceptance of your application, it is suggested that you provide a copy of the following information to your accountant.**

- **For License Monetary Limits below \$1,000,000 you must provide one of the following:**
 - a) A current financial statement prepared by an independent certified public accountant;
 - b) A current financial statement submitted on a form prescribed by the Board (available on our web site www.nscb.state.nv.us, click on contractor forms) and accompanied by an affidavit that verifies the accuracy of the financial statement; or
 - c) A current financial statement (Balance Sheet) prepared using accounting software in accordance with generally accepted accounting principles and accompanied by an affidavit that verifies the accuracy of the financial statement.

Note: Self-prepared statements must be current to within six months from the date the application is received. Reviewed or audited statements must be current within one (1) year from the date the application is received.

- **For License Monetary Limits \$1,000,000 or more, you must provide a financial statement that is prepared and reviewed or audited by a certified public accountant.**
- Financial statements must be for the applying entity. Sole proprietorships and each general partner of a general partnership must submit their personal statement.
- All statements must be in U.S. dollars.
- All statements must include full disclosures.
- Business statements must include a classified balance sheet.
- Personal statements must include a supplemental schedule disclosing working capital and net worth.

Bank Verification Form: The bank verification form found on page 8, must be completed by your bank and submitted with your application.

SECTION 7 – QUALIFIED INDIVIDUAL

Qualified Individual: This form cannot be used to change the qualified person on this license. If there has been a disassociation of the qualified person, you must notify the board in writing, within 10 days (including the date of disassociation), and file the necessary change application. (The required application form is available on our web site, or from an office of the Board.) Check the appropriate box to indicate whether or not the current qualified individual is still associated with the resulting entity, or if they have terminated their employment or association. **All qualified individuals must sign.**

- The qualified individual(s) currently listed on this license is still an employee, officer, director, manager, or associate of the resulting entity.

Signature of qualified person

Print Name

Signature of qualified person

Print Name

- The qualified individual currently listed on this license terminated their employment or association with this licensee effective on the following date: _____.

SECTION 8 - BOND RIDER

If your license currently maintains a surety bond, attach an original rider from your surety company amending the name on your bond to the Resulting Entity name.

SECTION 9 - WAIVER OF RIGHT TO NOTICE

Nevada law (NRS 241.033) states that “a public body shall not hold a closed meeting to consider the character, alleged misconduct, professional competence, or physical or mental health of any person unless it has given written notice to the person of the time and place of the meeting. The written notice must be: a) Delivered personally to that person at least five (5) working days before the meeting; or b) Sent by certified mail to the last known address of that person at least twenty-one (21) working days before the meeting. A public body must receive proof of service of the notice required by this section before such a meeting may be held.”

In practical terms, this means that after your application has been processed and is ready for action, the Board cannot act on your application for at least twenty-one (21) working days. Many applicants do not wish to have their applications delayed for this period and waive the notice requirement.

Indicate your choice by placing your initials in the appropriate box:

- I understand that I am entitled to the above-stated notice as provided by NRS 241.033, and hereby waive that notice for the purpose of allowing the Nevada State Contractors Board to expedite consideration of my application. I further understand that I am not waiving my right to request a hearing before the Board at a later date if the Board denies my application for any reason, nor am I waiving any right of appeal.

- I have chosen not to waive my right to notice, and request a twenty-one (21) day written notice in accordance with NRS 241.033.



NEVADA STATE CONTRACTORS BOARD APPLICANT BACKGROUND DISCLOSURE STATEMENT AND AUTHORIZATION FOR RELEASE OF INFORMATION

BUSINESS NAME: _____

NRS 624.263 and NRS 624.265 authorizes the Nevada State Contractors Board (NSCB) to conduct background investigations for all persons listed on the license application, and to request fingerprints for submission to the Nevada Highway Patrol (NHP) and the FBI for a determination of identity, fugitive status or prior criminal history.

Misrepresentation is a violation of NRS 624.3013(2) and NRS 624.3016(7) and is cause for denial of your application.

A COPY OF A VALID STATE DRIVER'S LICENSE OR VALID GOVERNMENT ISSUED PHOTO I.D. MUST ACCOMPANY THIS FORM. A separate form must be completed by each principal, member, officer, director, partner, or associate.

FIRST NAME	MIDDLE NAME	LAST NAME				
TITLE	DATE OF BIRTH	PLACE OF BIRTH	SOCIAL SECURITY NUMBER			
OTHER NAME USED, (IF APPLICABLE) SEX	RACE	HEIGHT	WEIGHT	HAIR COLOR	EYE COLOR	
RESIDENCE ADDRESS (AND MAILING ADDRESS IF DIFFERENT)		CITY	STATE	ZIP		

1. Have you ever, as an individual or principal of a corporation or other business entity, been convicted of, or pled guilty or no contest to a felony crime?
 No Yes – You must complete a criminal disclosure statement for each incident.
2. Have you ever, as an individual or principal of a corporation or other business entity, been convicted of, or pled guilty or no contest to any misdemeanor crime? (You may limit your response to misdemeanor convictions within the last 10 years, **unless** the crime involved violence against another person, fraud or theft).
 No Yes – You must complete a criminal disclosure statement for each incident.
3. Are there currently criminal charges pending against you?
 No Yes – Attach a detailed explanation, including a copy of the complaint, and/or charging document.
4. Within the last 7 years, have you filed or been adjudicated Bankrupt under your individual name, a corporate name or any other business entity name?
 No Yes – Attach a copy of the discharge document. If discharged less than 3 years, attach a complete copy of the proceedings, including a schedule of creditors listed in the bankruptcy petition. If the bankruptcy has not been discharged, include your plan of reorganization and proof of compliance.
5. Have you, or any business entities of which you were a member, partner, officer, director, or associate received any notice of liens, suits, judgments, or claims (including tax claims) which remain unsatisfied?
 No Yes – Attach a detailed explanation.
6. Are there now any unpaid past due bills for materials, services rendered, or labor?
 No Yes – Attach a detailed explanation.
7. Have you, or any business entities of which you were a member, partner, officer, director, associate, or qualified employee had a contractor's license denied, suspended, revoked, or otherwise disciplined **BY NEVADA OR ANY OTHER STATE? Are there any disciplinary proceedings currently pending against you, or any license on which you have appeared IN NEVADA OR ANY OTHER STATE?**
 No Yes – attach a detailed explanation including the name of the state in which the license was held, license number, and business name.
8. Do you have a proprietary interest (i.e., ownership, stock, shares) in this applicant? (This question does not pertain to sole proprietors)
 No Yes – Percentage Owned _____
9. Are you a citizen of the United States of America?
 No Yes – **If no, attach a copy of INS card and Social Security Card.**



In Consideration for processing my application for a Nevada State Contractor's License, I, the undersigned whose name and personal information voluntarily appear above, do hereby and irrevocably agree to the following:

I hereby authorize the FBI, Nevada Highway Patrol, any Police Department and/or any other agency of criminal justice, to search for and release criminal history record information to the **NEVADA STATE CONTRACTORS BOARD**. In giving this authorization, I expressly understand that the information may include information pertaining to notations of arrest, detentions, indictments, information or other charges for which the final court disposition is pending or is unknown to the above referenced agencies. For records containing final court disposition information, I understand that the release may include information pertaining to dismissals, acquittals, convictions, sentences, correctional supervision information and information concerning the status of my parole or probation when applicable. Further, I understand that the information may include similar information obtained from other local, state and federal criminal justice agencies and may include information pertaining to convicted person data, outstanding arrest warrants, missing persons and current and/or prior gaming and non-gaming sheriff's work cards that were issued to me.

I understand that I may review and challenge the accuracy of any and all criminal history records which are returned to the **NEVADA STATE CONTRACTORS BOARD**.

I hereby release from liability and promise to hold harmless under any and all causes of legal action, the State of Nevada, the Nevada State Contractors Board, its officer(s), agent(s) and/or employee(s) who conducted my criminal history records search and provided information to the requestor for any statement(s), omission(s), or infringement(s) upon my current legal rights. I further release and promise to hold harmless and covenant not to sue any persons, firms, institutions or agencies providing such information to the State of Nevada on the basis of their disclosures. I have signed this release voluntarily and of my own free will.

A reproduction of this authorization for release of information by photocopy, facsimile or similar process, shall for all purposes be as valid as the original.

I ATTEST TO THE TRUTH AND ACCURACY OF THE INFORMATION CONTAINED IN THIS BACKGROUND DISCLOSURE STATEMENT AND AUTHORIZATION FORM, AND SUBMIT THE INFORMATION UNDER PENALTY OF PERJURY, PURSUANT TO NRS 199.120.

Signature Date: _____

Print Name



SECTION 10 - AFFIDAVIT AND AUTHORIZED SIGNATURE

I am authorized to sign this Affidavit and Release Authorization on behalf of the licensee described and identified in this application.

To the best of the licensee's / applicant's knowledge, the information contained in the application and its supporting documents are free of fraud, misrepresentation, or omission of material fact. To the best of the licensee's / applicant's knowledge, the information contained in the application and its supporting documents are truthful, correct, and complete; and, discloses all material facts regarding the applicant and associated individuals necessary to properly evaluate the applicant's qualification for licensure.

The licensee / applicant will ensure that any information subsequently submitted to the Board in conjunction with this application or its supporting documents meets the same standard as set forth above.

The licensee / applicant understands that this application will be classified as a public record and will be available for inspection by the public, except with regard to the release of information classified as confidential pursuant to NRS 624.110.

The licensee / applicant understands that the Nevada State Contractors Board has the authority to conduct appropriate background investigations for the purpose of verifying all statements and facts represented in this application and supporting documentation.

Signature Requirements: A principal of the applying company must sign this application.

By: _____
(Signature)

Title: _____

(Print Name)

Date: _____

This Application Must be Notarized.

Subscribed and sworn to before me this ____ day of _____, _____

Notary public in and for County of _____ State of _____

My Commission Expires: _____

