F18000003401

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

650.00
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18000054487

COPY

FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 12, 2018

OLIVER HUTTNER
4430 ORCHID BLVD NR 202
CAPE CORAL, FL 33904 US

SUBJECT: VR PARTNERS INCORPORATED
Ref. Number: W18000054487

We have received your document for VR PARTNERS INCORPORATED and your check(s) totaling $78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as or not distinguishable from the name of a voluntarily dissolved business entity. This name is not available for the assumption or use by another entity for 120 days after the effective date of the dissolution. The dissolved business entity may provide the Department of State with an affidavit or letter, releasing the name for use to you and affirming they have no intention of revoking the dissolution or you may adopt an alternate name for use in Florida. If you choose to adopt an alternate name, please enter that name in the space provided in number one of the application.

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence or certificate of good standing, which usually consists of a single sheet of paper that clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence or certificate of good standing from the same office that provided you with the certified copy.

Pursuant to section 607.1502(4), 617.1502(4) or 605.0904(7), Florida Statutes, this entity is liable for a civil penalty of at least $500 but not more than $1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification. In addition to this civil penalty, the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state are also due. The amount due this office to cover both annual report(s) and penalty fees is $650.00.

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) 245-6051.

Janeice L Smith
Regulatory Specialist II
Registration Section

Letter Number: 818A00012152

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: VR Partners Aktiengesellschaft
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Oliver Huttner
Name of Person

Management Tax Consulting
Firm/Company

4430 Orchid Blvd, nr 202
Address

Cape Coral, FL 33904
City/State and Zip code

vrpartnersag@gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Oliver Huttner at (239) 645 4208
Name of Person / Area Code / Daytime Telephone Number

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ $70.00 Filing Fee
- ☐ $78.75 Filing Fee & Certificate of Status
- ■ $78.75 Filing Fee & Certified Copy
- ☐ $87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. VR Partners Incorporated

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")

____

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Switzerland
(State or country under the law of which it is incorporated)

3. 98-1256465
(FEI number, if applicable)

4. September 4th, 2008
(Date of incorporation)

5. __________
(Date of duration, if other than perpetual)

6. June 2nd, 2017
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2906 SW 29th Terrace, Cape Coral FL 33914
(Principal office address)

Bergwelt 7, CH 3818 Grindelwald, Switzerland
(Current mailing address, if different)

FILED

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Management Tax Consulting

Office Address: 4430 Orchid Blvd, nr 202

Cape Coral, Florida 33904
(City) (Zip code)

9. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

____
(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: ______________________

Address: ______________________

____

Vice Chairman: ______________________

Address: ______________________

____

Director: ______________________

Address: ______________________

____

Director: ______________________

Address: ______________________

____

B. OFFICERS

President: Robert van Ramselaar

Address: Bergwelt 7

CH 3818 Grindelwald, Switzerland

Vice President: Kathrin van Ramselaar

Address: Bergwelt 7

CH 3818 Grindelwald, Switzerland

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2018 JUL 23 PM 11: 17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary: ______________________

Address: ______________________

Treasurer: ______________________

Address: ______________________

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

12. ______________________
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that 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.

13. Robert van Ramselaar, President
(Typed or printed name and capacity of person signing application)

vR
partners

vr partners ag bergwelt 7 ch 3818 grindelwald switzerland
+41 79 641 07 28 vrpartnersag@gmail.com

Florida Department Of State
Division Of Corporations
PO Box 6327
Tallahassee, Florida 32314

Ref.number: W18000054487

July 10th, 2018

To whom it may concern

This is to confirm that the enclosed certified and officially translated „Trade Registry" document of VR Partners AG, is the format that is provided by the Swiss Authorities to confirm that our company is a valid entity in this country. There are no other documents that are provided for such requests.

Thank you for your understanding.

With best regards

Robert van Ramselaar
President, VR Partners AG

Commercial Registry Office of the Canton of Bern

All entries

Bern, 16.05.2018 09:25

This extract from the Cantonal Register of Commerce is not valid without the adjacent original certification. It contains all the currently valid entries for this company, together with any entries that may have been deleted. On special request an extract which only contains all the currently valid entries may also be compiled.

CERTIFIED TRUE COPY
16 May 2018

[Seal: COMMERCIAL REGISTER OF THE CANTON OF BERN]

Commercial Registry Office of the Canton of Bern

Signature

Attestation

We hereby certify that, to the best of our knowledge, this is a correct translation of the respective document.

Bern, 30.05.2018

Inter-Translations SA, Bern

ITSA

Danielle Cesarov-Zaugg

COMMERCIAL REGISTRY OFFICE OF THE CANTON OF BERN

Company number	Legal nature	Entry	Deletion	Carried CH-036.3.042.933-2	
CHE-114.487.198	**Limited Company**	08.09.2008		from: to:	1

[Bar code] All entries

En	De	Name	Ref	Registered office
1	3	~~YMO-AG~~	1	~~Hilterfingen~~
3		**VR Partners AG**	4	Grindelwald

En	De	Share capital (CHF)	Paid up (CHF)	Share denomination	En	De	Address of domicile
1		100,000.00	100,000.00	100 registered shares of CHF 1,000.-	1	2	~~Quellenweg 24~~ ~~3652 Hilterfingen~~
					2	4	~~Tannenbühlweg 33~~ ~~3652 Hilterfingen~~
					4		Bergwelt 7 3818 Grindelwald

En	De	Purpose	En	De	Other addresses
1	3	~~The purpose of the company is asset management and asset investment in tangible and intangible property at home and abroad. It may set up branch establishments and subsidiary companies at home and abroad and acquire participations in other enterprises at home and abroad and effect all business transactions which are either directly or indirectly related to its purpose. The company may acquire, mortgage, sell and manage real property at home and abroad. It may also effect financings for own or third-party account and put up guarantees and sureties for subsidiary companies and third parties.~~			[Seal: Register of Commerce of the Canton of Bern]
3		The purpose of the company is to accept and handle consultancy orders and services of all kinds both at home and abroad, in particular advising enterprises, establishments and other organizations in the economy and administration on matters of strategy, organization and business processes. The company may undertake all types of business and sign contracts which are conducive to the attainment of the company's purpose or either directly or indirectly related thereto. The company may set up branch establishments and subsidiary companies both at home and abroad and acquire participations in other enterprises at home and abroad and conduct all business transactions that are either directly or indirectly related to its purpose. The company may acquire, mortgage, sell, exploit and manage real properties and intellectual property rights both at home and abroad.			

En	De	Remarks	Ref	Date of the Articles of Association
1		Notifications to shareholders are made in writing	1	04.09.2008
1		Ownership transfer restriction: transferability of the registered shares is restricted under the terms of the articles of Association	3	17.09.2012
			4	11.10.2017
1		Pursuant to a declaration made by the founders on 04.09.2008, the company is not required to undergo an ordinary audit and waives the need for a restricted audit		

En	De	Special circumstances	Ref	Organ for publications
			1	SOGC

Vis	Ref	TR No	TR date	SOGC	SOGC date	Page / Id	Vis	Ref	TR No.	TR date	SOGC	SOGC date	Page / Id
	1	10262	08.09.2008	177	12.09.2008	3/4649558		3	14885	19.09 2012	185	24.09.2012	6860336
	2	12131	23.08.2011	165	28.08.2011	6311220		4	15916	20 10 2017	207	25 10.2017	3830217

En	Am	De	Personal particulars	Function	Method of signing
1			van Ramselaar, Robert of Bubendorf, in Hilterfingen	President	Individual signature
1			van Ramselaar, Kathrin of Bubendorf, in Hilterfingen	Vice-President	Individual signature

Continued on the next page

Alle Eintragungen

Bern, 16.05.2018 09:25

Dieser Auszug aus dem kantonalen Handelsregister hat ohne die nebenstehende Originalbeglaubigung keine Gültigkeit. Er enthält alle gegenwärtig für diese Firma gültigen Eintragungen, sowie allfällig gestrichenen Eintragungen. Auf besonderes Verlangen kann auch ein Auszug erstellt werden, der lediglich alle gegenwärtig gültigen Eintragungen enthält.

BEGLAUBIGT / CERTIFIE CONFORME

16. MAI 2018

Handelsregisteramt des Kantons Bern / Office du registre du commerce du canton de Berne

HANDELSREGISTER DES KANTONS BERN

Handelsregisteramt des Kantons Bern

Firmennummer	Rechtsnatur	Eintragung	Löschung	Übertrag CH-036.3.042.933-2	
CHE-114.487.198	**Aktiengesellschaft**	08.09.2008		von: auf:	1

Alle Eintragungen

Ei	Lö	Firma
1	3	YMO-AG
3		**VR Partners AG**

Ref	Sitz
1	Hilterfingen
4	Grindelwald

Ei	Lö	Aktienkapital (CHF)	Liberierung (CHF)	Aktien-Stückelung
1		100'000.00	100'000.00	100 Namenaktien zu CHF 1'000.00

Ei	Lö	Domiziladresse
1	2	~~Quellenweg 24~~ 3652 Hilterfingen
2	4	~~Tannenbühlweg 33~~ 3652 Hilterfingen
4		Bergwelt 7 3818 Grindelwald

Ei	Lö	Zweck
1	3	~~Die Gesellschaft bezweckt die Vermögensverwaltung und Vermögensanlage in Immobilien und Mobilien im In- und Ausland. Sie kann Zweigniederlassungen und Tochtergesellschaften im In- und Ausland errichten und sich an anderen Unternehmungen im In- und Ausland beteiligen sowie alle Geschäfte tätigen die direkt oder indirekt mit ihrem Zweck in Zusammenhang stehen. Die Gesellschaft kann im In- und Ausland Grundeigentum erwerben, belasten, veräussern und verwalten. Sie kann auch Finanzierungen für eigene oder fremde Rechnung vornehmen sowie Garantien und Bürgschaften für Tochtergesellschaften und Dritte eingehen.~~
3		Die Gesellschaft bezweckt die Übernahme und Abwicklung von Beratungsaufträgen und Dienstleistungen aller Art im In- und Ausland, insbesondere die Beratung von Unternehmen, Einrichtungen und anderen Organisationen in Wirtschaft und Verwaltung in Bezug auf Strategie, Organisation und Betriebsabläufe. Die Gesellschaft kann alle Geschäfte eingehen und Verträge abschliessen, die geeignet sind, den Zweck der Gesellschaft zu fördern, oder die direkt oder indirekt damit in Zusammenhang stehen. Die Gesellschaft kann Zweigniederlassungen und Tochtergesellschaften im In- und Ausland errichten und sich an anderen Unternehmen im In- und Ausland beteiligen sowie alle Geschäfte tätigen, die direkt oder indirekt mit ihrem Zweck in Zusammenhang stehen. Die Gesellschaft kann im In- und Ausland Grundeigentum und Immaterialgüterrechte erwerben, belasten, veräussern, verwerten und verwalten.

Ei	Lö	weitere Adressen

HANDELSREGISTER * DES KANTONS BERN *

Ei	Lö	Bemerkungen
1		Mitteilungen an die Aktionäre: schriftlich.
1		Vinkulierung: Die Übertragbarkeit der Namenaktien ist nach Massgabe der Statuten beschränkt.
1		Gemäss Erklärung der Gründer vom 04.09.2008 untersteht die Gesellschaft keiner ordentlichen Revision und verzichtet auf eine eingeschränkte Revision.

Ref	Statutendatum
1	04.09.2008
3	17.09.2012
4	11.10.2017

Ei	Lö	Besondere Tatbestände

Ref	Publikationsorgan
1	SHAB

Zei	Ref	TR-Nr	TR-Datum	SHAB	SHAB-Dat.	Seite / Id	Zei	Ref	TR-Nr	TR-Datum	SHAB	SHAB-Dat.	Seite / Id
	1	10262	08.09.2008	177	12.09.2008	3 / 4649558		3	14885	19.09.2012	185	24.09.2012	6860336
	2	12131	23.08.2011	165	26.08.2011	6311220		4	15916	20.10.2017	207	25.10.2017	3830217

Ei	Ae	Lö	Personalangaben	Funktion	Zeichnungsart
1			van Ramselaar, Robert, von Bubendorf, in Hilterfingen	Präsident	Einzelunterschrift
1			van Ramselaar, Kathrin, von Bubendorf, in Hilterfingen	Vizepräsidentin	Einzelunterschrift

COMMERCIAL REGISTRY OFFICE OF THE CANTON OF BERN

Company number	Legal nature	Entry	Deletion	Carried CH-036.3.042.933-2	
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3		The purpose of the company is to accept and handle consultancy orders and services of all kinds both at home and abroad, in particular advising enterprises, establishments and other organizations in the economy and administration on matters of strategy, organization and business processes. The company may undertake all types of business and sign contracts which are conducive to the attainment of the company's purpose or either directly or indirectly related thereto. The company may set up branch establishments and subsidiary companies both at home and abroad and acquire participations in other enterprises at home and abroad and conduct all business transactions that are either directly or indirectly related to its purpose. The company may acquire, mortgage, sell, exploit and manage real properties and intellectual property rights both at home and abroad.			

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All entries

Bern, 16.05.2018 09:25

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CERTIFIED TRUE COPY
16 May 2018

[Seal: COMMERCIAL REGISTER OF THE CANTON OF BERN]

Commercial Registry Office of the Canton of Bern

Signature

Attestation

We hereby certify that, to the best of our knowledge, this is a correct translation of the respective document.

Bern, 30.05.2018

Inter-Translations SA, Bern

ITSA
Inter-Translations SA

Danielle Cesarov-Zaugg