

F010000002698

(3)

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: AVINA FOUNDATION

(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

George W. Craven

(Name of Person)

Mayer, Brown & Platt

(Firm/Company)

300004034013--2
-04/13/01-01119-008
*****78.75 *****78.75

190 S. La Salle St.

(Address)

601-9238

Chicago, Illinios 60603

(City/State and Zip Code)

For further information concerning this matter, please call:

George W. Craven

(Name of Person)

at (312) 701-7231

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

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

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01 MAY 18 PM 1:37
TALLAHASSEE

mtw
5/18



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 24, 2001

GEORGE W CRAVEN
190 S. LA SALLE ST.
CHICAGO, IL 60603

SUBJECT: AVINA FOUNDATION, INC.
Ref. Number: W01000009238

We have received your document for AVINA FOUNDATION, INC. 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 date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

Please return 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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 101A00024270

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**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:*

1. Avina Foundation, Inc.

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

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

3. 98-0229669
(FEI number, if applicable)

4. December 2, 1994
(Date of Incorporation)

5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)

7. P.O. Box 1474, CH-8640 Hurden, Switzerland
(Principal office address)

same
(Current mailing address)

8. To support institutions and persons engaged in charitable activities
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Roberto Codas

Office Address: 2601 South Bayshore Drive

Miami, Florida 33133
(City) (Zip Code)

10. 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)
Roberto Codas

11. 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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Dr. Stephan Schmidheiny

Address: Hurdnerstrasse 144

8640 Hurden / Switzerland

Vice Chairman: Dr. Jacques Kaegi

Address: Hurdnerstrasse 30

8640 Hurden / Switzerland

Director: _____

Address: _____

Director: Professor Dr. Jakob Nuesch

Address: Waldstrasse 14

4144 Arlesheim / Switzerland

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: Evelyn Braun

Address: Burgstrasse 244

8706 Meilen / Switzerland

Treasurer: _____

Address: _____

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

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Dr. Stephan Schmidheiny (chairman)

Dr. Jacques Kaegi (vice chairman)

(Typed or printed name and capacity of person signing application)

Handelsregister des Kantons Schwyz - Hauptregister
Stiftung

Z	R	TB-Nummer	TB-Datum	SHAB-Nummer	SHAB-Datum	SHAB-Seite
LS	01	2978	30.12.1994	5	09.01.1995	145
KE	02	982	12.06.1996	125	01.07.1996	3907
KE	03	2185	19.12.1996	251	30.12.1996	8055
KE	04	90	18.01.1999	20	29.01.1999	666

Ei	Ae	Lö	Personalangaben Heimatort / Wohnort	Eigenschaft Zeichnungsart
01			Dr. Stephan Schmidheiny, von Balgach, Pagig, in Hurden, Gde. Freienbach	Präsident einzeln
01			Dr. Jakob Nüesch, von Balgach, in Arlesheim	Mitglied koll. zu 2
01	04		Dr. Ernst Basler, von Thalheim an der Thur, Zollikon, in Zollikerberg	Mitglied koll. zu 2
02	04		Dr. Jacques Kaegi, von Zürich, in Hurden SZ	Zeichnungsberechtigter koll. zu 2
02	03		Dr. Frank Gulich, von Zumikon, Beurnevésin JU, in Herrliberg	Zeichnungsberechtigter koll. zu 2
03			Evelyn Susan Braun, von Zürich, Basel, in Meilen	Zeichnungsberechtigte koll. zu 2
	04		Dr. Jacques Kaegi, von Zürich, in Hurden, Gde. Freienbach	Mitglied koll. zu 2

Für getreue Fotokopien des Handelsregistereintrages.

6430 Schwyz, 23. MRZ. 2001

Gebühr: 25.-
Fr. _____

HANDELSREGISTER
DES KANTONS SCHWYZ
Der Registerführer:

[Signature]

0
MAY 18 11:37
F11701



HANDELSREGISTER DES KANTONS SCHWYZ - HAUPTREGISTER

CH-130.0.007.400-7 7400 / 85729		Rechtsnatur (08) Stiftung		Eintrag 30.12.1994	Löschung	BL 1
R	Firma (2/J)		R	Adresse der Firma		
01	Avina Stiftung		01	Hurdnerstrasse 10 8640 Hurden		
Ei	Lö	Zweck und Bemerkungen		R	Firmensitz	
01		Unterstützung und Förderung von Institutionen, Personen und Projekten im In- und Ausland, welche sich in gemeinnütziger Weise zugunsten einer nachhaltigen Entwicklung engagieren. Die Stiftung verfolgt diesen Zweck hauptsächlich auf den Gebieten der Oekologie und der Entwicklungszusammenarbeit mit dem Ziel der Schaffung von Chancen für möglichst viele Menschen in Entwicklungsländern, ihre Lebensbedingungen durch eigene Anstrengungen zu verbessern usw.		01	Freienbach	
				R	Aufsichtsbehörde	
				01	Eidg. Dep. des Innern	
Ei	Lö	Sacheinlagen / Sachübernahmen		R	Statutendatum	
				01	02.12.1994	
				Ei	Lö	Zweigniederlass.

HANDELSREGISTER DES KANTONS SCHWYZ - HAUPTREGISTER

Stiftung

Z	R	TB-Nummer	TB-Datum	SHAB-Nummer	SHAB-Datum	SHAB-Seite
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KE	02	982	12.06.1996	125	01.07.1996	3907
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KE	04	90	18.01.1999	20	29.01.1999	666

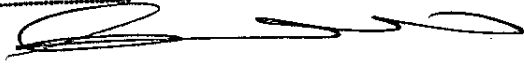
Ei	Ae	Lö	Personalangaben Heimatort / Wohnort	Eigenschaft Zeichnungsart
01			Dr. Stephan Schmidheiny, von Balgach, Pagig, in Hurden, Gde. Freienbach	Präsident einzeln
01			Dr. Jakob Nüesch, von Balgach, in Arlesheim	Mitglied koll. zu 2
01	04		Dr. Ernst Basler, von Thalheim an der Thur, Zollikon, in Zollikerberg	Mitglied koll. zu 2
02	04		Dr. Jacques Kaegi, von Zürich, in Hurden SZ	Zeichnungsberechtigter koll. zu 2
02	03		Dr. Frank Culich, von Zumikon, Beurnevésin JU, in Herrliberg	Zeichnungsberechtigter koll. zu 2
03			Evelyn Susan Braun, von Zürich, Basel, in Meilen	Zeichnungsberechtigte koll. zu 2
	04		Dr. Jacques Kaegi, von Zürich, in Hurden, Gde. Freienbach	Mitglied koll. zu 2

Für getreue Fotokopien des Handelsregistereintrages.

6430 Schwyz, 23. MRZ. 2001

Gebühr: 25.-
Fr. _____

HANDELSREGISTER
DES KANTONS SCHWYZ
Der Registerführer:




01. MAY 18 11:37
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HANDELSREGISTER DES KANTONS SCHWYZ - HAUPTREGISTER

CH-130.0.007.400-7 7400 / 85729		Rechtsnatur (08) Stiftung		Eintrag 30.12.1994	Löschung .	BL 1
R	Firma (2/J)		R	Adresse der Firma		
01	Avina Stiftung		01	Hurdnerstrasse 10 8640 Hurden		
Ei	Lö	Zweck und Bemerkungen		R	Firmensitz	
01		Unterstützung und Förderung von Institutionen, Personen und Projekten im In- und Ausland, welche sich in gemeinnütziger Weise zugunsten einer nachhaltigen Entwicklung engagieren. Die Stiftung verfolgt diesen Zweck hauptsächlich auf den Gebieten der Oekologie und der Entwicklungszusammenarbeit mit dem Ziel der Schaffung von Chancen für möglichst viele Menschen in Entwicklungsländern, ihre Lebensbedingungen durch eigene Anstrengungen zu verbessern usw.		01	Freienbach	
				R	Aufsichtsbehörde	
				01	Eidg. Dep. des Innern	
Ei	Lö	Sacheinlagen / Sachübernahmen		R	Statutendatum	
				01	02.12.1994	
				Ei	Lö	Zweigniederlass.

HANDELSREGISTER DES KANTONS SCHWYZ - HAUPTREGISTER

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				01	Eidg. Dep. des Innern		
Ei	Lö	Sacheinlagen / Sachübernahmen		R	Statutendatum		
				01	02.12.1994		
				Ei	Lö	Zweigniederlass.	

Seal of the Canton of St. Gallen

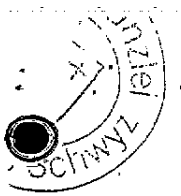
Ei	Ae	Lö	Personalangaben Heimatort / Wohnort	Eigenschaft Zeichnungsart
01			Dr. Stephan Schmidheiny, von Balgach, Pagig, in Hurden, Gde. Freienbach	Präsident einzeln
01			Dr. Jakob Nüesch, von Balgach, in Arlesheim	Mitglied
01	04		Dr. Ernst Basler, von Thalheim an der Thur, Zollikon, in Zollikerberg	koll. zu 2 Mitglied
02	04		Dr. Jacques Kaegi, von Zürich, in Hurden SZ	koll. zu 2 Zeichnungsberechtigter
02	03		Dr. Frank Culich, von Zumikon, Beurnevésin JU, in Herrliberg	koll. zu 2 Zeichnungsberechtigter
03			Evelyn Susan Braun, von Zürich, Basel, in Meilen	koll. zu 2 Zeichnungsberechtigte
04			Dr. Jacques Kaegi, von Zürich, in Hurden, Gde. Freienbach	koll. zu 2 Mitglied koll. zu 2

HA 1110 1111
D 1111 1111
Der RGS / 1111



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APOSTILLE
(Convention de La Haye du 5 octobre 1961)

1. Land: Schweiz
Diese öffentliche Urkunde

2. ist unterschrieben von W. Gaudes

3. in seiner Eigenschaft als Registrierführer Stv.

4. sie ist versehen mit dem öffentlichen Stempel des (der) Handelsregisters Kanton Schwyz

5. in Schwyz 14. November 00

7. durch Staatskanzlei Kt. Schwyz

8. unter Nr. 481

9. Siegel/Stempel:  10. Unterschrift: W. Gaudes
STAATSKANZLEI DES KANTONS SCHWYZ
Der Staatsschreiber:

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SEAL
TALLAHASSEE FLORIDA

COMMERCIAL REGISTER OF THE CANTON OF SCHWYZ - MAIN REGISTER

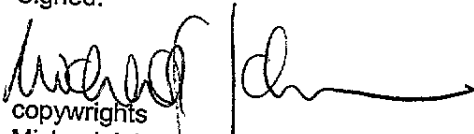
CH - 130.0.007.400-7 7400 / 85729		Legal form (08) Foundation		Entry 30.12.1994		Deletion		BL 1	
R	Company (2/J)			R	Company address				
	Avina Foundation			01	Hurdnerstrasse 10 8640 Hurden				
En	Del	Purpose and remarks			R	Company headquarters			
01		Support and promotion of institutions, persons and projects in Switzerland and overseas which are committed to the principle of sustainable development on a non-profit making basis. The foundation pursues this aim primarily in the fields of ecology and development cooperation work with the aim of creating opportunities for as many people as possible in developing countries to improve their lives through their own efforts, etc.			01	Freienbach			
					R	Supervisory authority			
					01	Fed. Dept. of the Interior			
En	Del	Non-cash capital contributions / Acquisitions in kind			R	Date of statutes			
					01	01.12.1994			
					En	Del	Branch		

Z	R	Ledger no.	Ledger date	Swiss Commercial Gazette no.	Swiss Commercial Gazette date	Swiss Commercial Gazette page
LS	01	2978	30.12.1994			
KE	02	982	12.06.1996	5	09.01.1995	
KE	03	2185	19.12.1996	125	01.07.1996	145
KE	04	90	18.01.1999	251	30.12.1996	3907
				20	29.01.1999	8055
En	Ch	Del	Personal details		Capacity	
			Home town /place of residence		Type of signature	
01			Dr. Stephan Schmidheiny, from Balgach, Pagig, in Hurden, municipality of Freienbach		President sole signatory	
01			Dr. Jakob Nüesch, from Balgach, in Arlesheim		Member, joint signatory (2 signatures required)	
02			Evelyn Susan Braun, from Zurich, Basel, in Meilen		Authorized joint signatory, (2 signatures required)	
			Dr. Jacques Kaegi, from Zurich, in Hurden, municipality of Freienbach		Member, joint signatory, (2 signatures required)	

*
En = Entry
Ch = Change
Del = Deletion

We hereby confirm that this is a full and accurate translation
of the original German document.
Zurich, November 22, 2000

Signed:


copyrights
Michael Johnson (owner)

Official Certification

Seen for authentication of the above signature, acknowledged in our presence by
Mr. Michael Johnson, Swiss citizen of Luzern, according to his information residing in
Stallikon, Switzerland,
(who has identified himself by driver licence),

who, according to the extract shown to us from the Commercial Register dated
November 20, 2000 is entered in the Commercial Register of Zürich as owner with the
right to sign individually for the

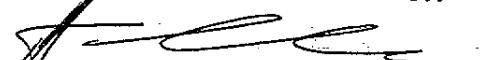
Copyrights Michael Johnson, having its registered domicile in Zürich, Switzerland.

Zurich 8, November 22, 2000/ih

B No. 3479
Fee: Fr. 40.--



NOTARIAT RIESBACH-ZÜRICH


Daniel Tobler, Deputy Notary public

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01 MAY 18 PM 1:37
NOTARY PUBLIC
RIESBACH-ZÜRICH