F07000004761

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _______ Certificates of Status _______

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TALLAHASSEE, FLORIDA

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07 SEP 25 PM 12:55
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

9/25

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Phoenix Reederei Breederungs GmbH & Co
(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," 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:

Neil B. Mooney
(Name of Person)

The Mooney Law Firm, LLC
(Firm/Company)

1911 Capital Circle N.E.
(Address)

Tallahassee FL 32308
(City/State and Zip code)

For further information concerning this matter, please call:

Neil Mooney at (850) 893-0670
(Name of Person) (Area Code & Daytime Telephone Number)

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

MAILING ADDRESS:
New Filing 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.

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TALLAHASSEE, FLORIDA

1. Phoenix Reederei Bereederungs GmbH & Co
(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. Germany
(State or country under the law of which it is incorporated)

3. N/A
(FEI number, if applicable)

4. January 1, 2006
(Date of incorporation)

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

6. N/A
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 326 S.E. 3rd Terrace, Dania FL 33004
(Principal office address)

same
(Current mailing address)

8. providing spare parts and repairs to ships built by the parent company
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: Earle Nash

Office Address: 326 S.E. 3rd Terrace

Dania, Florida 33004
(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)

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.

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

A. DIRECTORS

Chairman: ______

Address: ______

______

Vice Chairman: ______

Address: ______

______

Director: ______

Address: ______

______

Director: ______

Address: ______

______

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Harald Hummert

Address: Blinke 6 - 26789 Leer
P.O. Box 1847 - 26768 Leer - Germany

Vice President: ______

Address: ______

______

Secretary: Harald Hummert

Address: Blinke 6 - 26789 Leer, P.O. Box 1847 - 26768 Leer, Germany

Treasurer: ______

Address: ______

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

13. ______
(Signature of Director or Officer listed in number 12 of the application)

14. Harald Hummert - President/Secretary
(Typed or printed name and capacity of person signing application)

EINGEGANGEN
16. AUG. 2007

Amtsgericht Aurich
Registergericht

Amtsgericht Aurich 26581 Aurich

Phoenix Reederei
Bereederungs GmbH & Co. KG
Blinke 6
26789 Leer

Dienstgebäude

Schloßplatz 2, 26603 Aurich

Telefon	04941-13-0
Durchwahl	1562
Telefax	04941-13-1505
Bankverbindung	NordLB BLZ: 25050000 KontoNr.: 106024268
E-Mail:	Poststelle@ag-aur.Niedersachsen.de
Sprechzeiten:	werktags 9.00 - 12.00 Uhr
Datum:	**14.08.2007**
Ihr Zeichen	

Registerauszüge
für Registernummer 13 RegSa 2816/07

Sehr geehrte Damen und Herren,

in der Anlage erhalten Sie die beantragten Ausdrucke aus dem Register.
Es wird um Einzahlung von 20,00 EUR für die entstandenen Kosten gebeten.

Bitte geben Sie bei Überweisung die obige Registernummer als Verwendungszweck an.

Mit freundlichen Grüßen

Martin
Justizangestellte

Dieses Schreiben ist maschinell erstellt und auch ohne Unterschrift wirksam.

Handelsregister A des Amtsgerichts Aurich	Abteilung A Wiedergabe des aktuellen Registerinhalts Abruf vom 14.8.2007 12:59	Nummer der Firma: **HRA 111600**
-Ausdruck-	Seite 1 von 1	

1. **Anzahl der bisherigen Eintragungen:**

   2

2. **a) Firma:**

   Phoenix Reederei Bereederungs GmbH & Co. KG

   b) Sitz, Niederlassung, Zweigniederlassungen:

   Leer

   c) Gegenstand des Unternehmens:

   ---

3. **a) Allgemeine Vertretungsregelung:**

   Jeder persönlich haftende Gesellschafter vertritt einzeln. Jeder persönlich haftende Gesellschafter ist befugt, im Namen der Gesellschaft mit sich im eigenen Namen oder als Vertreter eines Dritten Rechtsgeschäfte vorzunehmen.

   b) Inhaber, persönlich haftende Gesellschafter, Geschäftsführer, Vorstand, Vertretungsberechtigte und besondere Vertretungsbefugnis:

   Persönlich haftender Gesellschafter: Phoenix Reederei Management GmbH, Leer (Amtsgericht Aurich HRB 111589)

4. **Prokura:**

   Einzelprokura:
   Steinjan, Berthold, Rhauderfehn, *15.03.1954

5. **a) Rechtsform, Beginn und Satzung:**

   Kommanditgesellschaft

   b) Sonstige Rechtsverhältnisse:

   ---

   c) Kommanditisten, Mitglieder:

   Kommanditist(en):
   Hummert, Harald, Aurich, *06.05.1953, Einlage: 16.000,00 EUR
   Dr. Poets, Holger, Bremen, *24.09.1959, Einlage: 42.000,00 EUR
   Stecker, Lübbe, Großefehn, *03.03.1942, Einlage: 42.000,00 EUR

6. **a) Tag der letzten Eintragung:**

   31.05.2006

LIMITED POWER OF ATTORNEY

On behalf of Phoenix Reederei Bereederungs GmbH & Co, as Registered Agent, I hereby grant Neil B. Mooney of The Mooney Law Firm, LLC and/or his designees this limited power of attorney to obtain and/or execute any documents required in the ordinary course of representing said entities before all U.S. Federal, State and/or Local authorities or any person (including corporate or other entities) for any purpose related to regulatory performance, compliance, enforcement, corporate affairs, legal and/or judicial filings, or licensing.

A duplicate, telefax copy or photocopy of the signed original shall have the same validity, force, and effect as the original.

Dated: August 29, 2007

Earle Nash, Registered Agent

LIMITED POWER OF ATTORNEY

On behalf of Phoenix Reederei Bereederungs GmbH & Co, as President, I hereby grant Neil B. Mooney of The Mooney Law Firm, LLC and/or his designees this limited power of attorney to obtain and/or execute any documents required in the ordinary course of representing said entities before all U.S. Federal, State and/or Local authorities or any person (including corporate or other entities) for any purpose related to regulatory performance, compliance, enforcement, corporate affairs, legal and/or judicial filings, or licensing.

A duplicate, telefax copy or photocopy of the signed original shall have the same validity, force, and effect as the original.

Dated: August 29, 2007

Harald Hummert, President

Company register A of Aurich local court	Section A Reproduction of the actual entries Print-out as per 22.8.2007 9:07	Company register number: **HRA 111600**
-Print-out-	Page 1 of 1	Certified copy

1. **Number of entries so far:**

   2

2. **a) Company:**

   Phoenix Reederei Bereederungs GmbH & Co. KG

   b) Residence, branch office(s)

   Leer

   c) Scope of the company

   —

3. **a) General representation:**

   Each personally liable shareholder has sole power of attorney to represent the company. Each personally liable shareholder is entitled to conclude business in the name of company with himself or as a representative of a third party.

   b) Owner, personally liable shareholder, Managing Director, board member, persons having power of attorney or special power of attorney:

   Personally liable shareholder: Phoenix Reederei Management GmbH, Leer (Aurich local court HRB 111589)

4. **Special power of attorney:**

   Sole special power of attorney:
   Steinjan, Berthold, Rhauderfehn, *15.03.1954

5. **a) Type of legal entity, commencement and articles:**

   Limited partnership

   Shareholders' agreement: dated 23.11.2005

   b) Other legal relations:

   ---

   c) limited partners, members:

   limited partner(s):
   Hummert, Harald, Aurich, *06.05.1953, share: 16,000.00 EUR
   Dr. Poets, Holger, Bremen, *24.09.1959, share: 42,000.00 EUR
   Stecker, Lübbe, Großefehn, *03.03.1942, share: 42,000.00 EUR

7. **a) Date of last entry:**

   31.05.2006

Carsten Grau
Vereidigter Dolmetscher und Übersetzer für die englische Sprache / Hamburg

11.09.2007

CERTIFIED TRUE AND COMPLETE TRANSLATION

Stamp:

Aforesaid reproduction corresponds with the original and is hereby certified.

Leer, dated 22/8/07

Signature

as court clerk of the local court

Stamped seal of Leer local court

Carsten Grau

Vereidigter Dolmetscher und Übersetzer für die englische Sprache; Hamburg

11.09.2007

CERTIFIED TRUE AND COMPLETE TRANSLATION

…ster A des …hts Aurich	Abteilung A Wiedergabe des aktuellen Registerinhalts Abruf vom 22.8.2007 9:07	Nummer der Firma: **HRA 111600**
-Ausdruck-	Seite 1 von 1	[redacted]glaubigt- [redacted]

1. **Anzahl der bisherigen Eintragungen:**

   2

2. **a) Firma:**

   Phoenix Reederei Bereederungs GmbH & Co. KG

   b) Sitz, Niederlassung, Zweigniederlassungen:

   Leer

   c) Gegenstand des Unternehmens:

   —

3. **a) Allgemeine Vertretungsregelung:**

   Jeder persönlich haftende Gesellschafter vertritt einzeln. Jeder persönlich haftende Gesellschafter ist befugt, im Namen der Gesellschaft mit sich im eigenen Namen oder als Vertreter eines Dritten Rechtsgeschäfte vorzunehmen.

   b) Inhaber, persönlich haftende Gesellschafter, Geschäftsführer, Vorstand, Vertretungsberechtigte und besondere Vertretungsbefugnis:

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   Einzelprokura:
   Steinjan, Berthold, Rhauderfehn, *15.03.1954

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   Kommanditgesellschaft

   b) Sonstige Rechtsverhältnisse:

   ---

   c) Kommanditisten, Mitglieder:

   Kommanditist(en):
   Hummert, Harald, Aurich, *06.05.1953, Einlage: 16.000,00 EUR
   Dr. Poets, Holger, Bremen, *24.09.1959, Einlage: 42.000,00 EUR
   Stecker, Lübbe, Großefehn, *03.03.1942, Einlage: 42.000,00 EUR

6. **a) Tag der letzten Eintragung:**

   31.05.2006

Vorstehende [redacted]
stimmt mit der Urschrift überein
und wird hiermit beglaubigt.
[redacted]

Leer, den 22/1/07

als Urkundsbeamter der Geschäftsstelle des Amtsgerichts.

AMTSGERICHT LEER
66

Carsten Grau
Vereidigter Dolmetscher und Übersetzer für die englische Sprache / Hamburg

11. 05. 2007

CERTIFIED TRUE AND COMPLETE TRANSLATION