# F12000001014

American Capita	u Partners (	(Gnana) Ltd
		Frank Speight Chairman and CEO
277 Royal Poinciana Wa Palm Beach, Florida, 33	iy - #129 4080, USA	<i>.</i> ·
PH: 001-561-623-9607 FX: 001-561-659-6630 frank.speight@acpghana www.acpghana.com	a.com	*
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PICK-UP	☐ WAIT	MAIL .
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SECRETARY OF STATE
ANALYSEE, FLORIDA

2/6 Ji200006979

## **COVER LETTER**

TO:

New Filing Section

Divisio	on of Corp	orations						
SUBJECT:	Americ	can Capital	Partne	ers (Gh	ana) Ltd			
		Name o	of corpora	tion - must	include suffix			
Dear Sir or Ma	ıdam:							
"Certificate of	Existence	on by Foreign Co ," or "Certificate a corporation to tr	of Good S	Standing" aı	nd check are sub			•••
Please return a	ll correspo	ondence concerni	ng this ma	itter to the f	ollowing:			
Frank Spe	eight - f	President						
			Name	of Person				
Americar	n Capit	al Partners	(Ghar	na) Ltd				
			Firm/0	Company				
277 Roya	al Poin	cicana Way	/ <b>-</b> #12	9				
•			Α	ddress				
Palm Bea	ch Flo	rida 33480				7. C	्र <b>२</b>	
			City/Sta	te and Zip c	ode			=17
frank.speig	ht@acp	oghana.com		-		(2)	<u>بر</u> تا	
		E-mail address:	: (to be us	ed for futur	e annual report	notification)	9	
For further info	ormation c	oncerning this ma	atter, plea	se call:		开, (2)	THE AMERICAN	\ <u></u>
						4018		
Frank Spe	<del></del>		at ( 561		7-8898			
Name	of Person		At	ea Code &	Daytime Teleph	one Number		
New F Division Clifton 2661 E	iling Secti on of Corp Building	oorations Center Circle	S:	·	MAILING A New Filing Se Division of Co P.O. Box 632 Tallahassee, F	ection orporations 7		
Enclosed is a c	heck for th	he following amo	unt:					
\$70.00 Fil	ling Fee	\$78.75 Filing Certificate of	Fee & f Status		Filing Fee & ied Copy	L-Certific	Filing Fe ate of State d Copy	



## FLORIDA DEPARTMENT OF STATE Division of Corporations

February 6, 2012

FRANK SPEIGHT 277 ROYAL POINCIANA WAY #129 PALM BEACH, FL 33480

SUBJECT: AMERICAN CAPITAL PARTNERS (GHANA) LTD

Ref. Number: W12000006979

We have received your document for AMERICAN CAPITAL PARTNERS (GHANA) LTD 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 must contain a word that will clearly indicate that it is a corporation. Such words include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

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) 245-6995.

Jessica A Fason Regulatory Specialist II

Letter Number: 412A00004687

#130.00 -78.75 #51.25

## 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.	American Cap	ital Partners (Ghana) Limited Inc.		
		orporation; must include "INCORPORATE orp," "Inc," "Co," or "Corp.")	ED,'	" "COMPANY," "CORPORATION,"
	(If name unavaila	ble in Florida, enter alternate corporate nar	me a	adopted for the purpose of transacting business in Florida)
2.	Ghana		3.	45-4419273
		under the law of which it is incorporated)	٠,	(FEI number, if applicable)
4.	July 19, 2010	o	5.	Perpetual
	(Date	of incorporation)		(Duration: Year corp. will cease to exist or "perpetual")
6.	February 1,			
				Florida, if prior to registration) 02, F.S., to determine penalty liability)
7	277 Royal F	Poinciana Way - #129 Palm	В	each 33480
		(Principal office a	ıddr	ess)
	277 Royal I	Poinciana Way - #129 Pa		
		(Current mailing a	ıddr	ess)
8.	Investmer	nt Holdings		SECR
•	(Purpose(s)	of corporation authorized in home state or	r co	فمسو وروائق
9.	Name and street	address of Florida registered agent: (H	P.O	111 C2 111
	Name:	Frank Speight		
Of	ffice Address:	241 Bradley Place		Adlasi Ale 14
		Palm Beach		, Florida 33480
		(City)		(Zip code)
Ho de. fui	aving been name signated in this c rther agree to co	application, I hereby accept the appoir	ntm s re	ee of process for the above stated corporation at the place ent as registered agent and agree to act in this capacity. I clative to the proper and complete performance of my duties, cition as registered agent.

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.

(Registered agent's signature)

12. Names and business addresses of officers and/or directors: A. DIRECTORS Chairman: Frank Speight Address: 241 Bradley Place Palm Beach 33480 Vice Chairman: Address: \_ Director: Dr. Gabriel Ayisis Address: 1670 Carroll Street Brooklyn, NY 11213 **B. OFFICERS** President: Frank Speight Address: 241 Bradley Place Palm Beach 33480 Vice President: \_\_\_\_\_ Address: \_\_ Secretary: Dr. Gabriel Ayisi Address: 1670 Carroll Street, Brooklyn NY 11213 Treasurer: Dr. Gabriel Ayisi Address: 1670 Carroll Street NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. Signature of Director or Officer The officer or director signing this document (and who is listed in number 12 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. 14. Frank Speight - Chairman and President

Tax ID#45-44/9273

No. CA-76,772



## Certificate of Incorporation

I hereby certify that the

## AMERICAN CAPITAL PARTNERS (GHANA) LIMITED:

is this day incorporated under the Companies Code, 1963 (Act 179) and that the liability of its members is  $\lim \mathbb{R} d$ .  $\vec{\sim}$ 

MAR -7 PH 4: 10 CRETARY OF STATE LAHASSEE, FLORIDA

Given under my hand and official seal at Victoriaborg, Accra, this 19th day of July 20 10



for Registrar of Companies, Ghana

CA-76,772

TIN

No.

**COMPANIES CODE, 1963** 



REPUBLIC OF GHANA

## CERTIFICATE TO COMMENCE BUSINESS

I hereby certify that

## AMERICAN CAPITAL PARTNERS (GHANA) LIMITED

having complied with the provision of Sections 27 and 28 of the Companies Code, 1963 is entitled to commence business with effect from

27 th

July

2010

Given under my hand at Accra this 27 th day of

July

20 **10** 

Assistant Registrar of Companies



## THE COMPANIES CODE, 1963

Fee: ¢

RETURNS OF PARTICULARS OF THE COMPANY UNDER SECTION 27 (1) @ THE COMPANIES CODE ON INCORPORATION

Pursant to Section 27 (1)

Name of Company Presented by

AMERICAN CAPITAL PARTNERS (GHANA)

THE SECRETARY

(a) Name of Company:

AMERICAN CAPITAL PARTNERS

Limited

- (b) Authorised Business or Name of Objects:
  - PROJECT FINANCE 1.
  - 2. CONSTRUCTION REAL ESTATE DEVELOPMENT, AND MORTGAGE ORIGINATION
  - 3. BUSINESS AND INSURANCE-RELATED CONSULTING
  - INVESTMENT BANKING

(c) Particulars of Directors and Secretary:

### DIRECTORS

I Present Name	2 Any former Forename or Surname	3 · Nationality	4 Usual Residential Address	5 Business Occupation	6 Particulars of others Directorship
FRANKLINE CECIL SPEIGHT		American	2027 Regents Blvd West Palm Beach FL 33409 - 7301 USA.	Chief Executive Officer	
DR. GABRIEL AYISI		Ghanaian	29 Luciana Boulevard Trassaco Valley, Accra - Ghar	Lecturer la	Scientiffic Motor Ghana Limited
MICHAEL TAYLOR	~	British	21 Kings Avenue Wat- ford, WD18 75B UK.	Telecommuni cation Engineer	PAL Telecom Limited.

### SECRETARY

l Present Name	Any formerForename or Surname	4 Usual Residential Address	6 Business Occupation
DR. GABRIEL AYISI		29 Luciana Boulevard Trassaco	Lecturer
A CONTRACTOR OF THE PARTY OF TH		Valley, Accra- Ghana.	

(d)	Name and Address of Auditor:
. ,	P.O.BOX 13436, ACCRA -
(c)	Address and P.O. Box No. of:
	1 Registered Office: H/No. 205/4, Osu lko ldjei, Agbaame Street, Accra.
ł	P. U. Box GPO 1480; Acera.
٠	2. Principal Place of Business:
•	AS ABOVE
	E-mail: ACPG3@GMAIL.COM Tel: 0302-760246 Fax:
(f)	Address at which register or mieratoers is kept
	and maintained (if elsewhere than at the registered office)
	*p.
(g)	If Company has share:
	*(i) Amount of Stated Capital: GH#35:000.00
	(ii) No. of authorised shares of each class: 75,000
	•
	,
•	(iii) Amount of issued share of each class: 35;000
	Amount paid in cash of each class: Ghé35,000,00
	Amount paid otherwise than in cash of each class:
	Amount paid otherwise man in easil of each class
h)	Amount remaining to be paid on each class:
•	(i) Presently
	(ii) Not yet due:
	Director
	Director
	Secretary

Date of this notice: 02-01-2012

Employer Identification Number: 45-4419273

Form: \$S-4

Number of this notice: CP 575 A

AMERICAN CAPITAL PARTNERS GHANA LTD % FRANK SPEIGHT 277 ROYAL POINCIANA WAY NUM 129 PALM BEACH, FL 33480

For assistance you may call us at: 1-800-829-4933

IF YOU WRITE, ATTACH THE STUB AT THE END OF THIS NOTICE.

#### WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 45-4419273. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1120

02/01/2012

After our review of your information, we have determined that you have not filed tax returns for the above-mentioned tax period(s) dating as far back as 2011. Please file your return(s) by 02/16/2012. If there is a balance due on the return(s), penalties and interest will continue to accumulate from the due date of the return(s) until it is filed and paid. If you were not in business or did not hire any employees for the tax period(s) in question, please file the return(s) showing you have no liabilities.

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, Accounting Periods and Methods.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, Entity Classification Election. See Form 8832 and its instructions for additional information.

### IMPORTANT INFORMATION FOR S CORPORATION ELECTION:

If you intend to elect to file your return as a small business corporation, an election to file a Form 1120-S must be made within certain timeframes and the corporation must meet certain tests. All of this information is included in the instructions for Form 2553, Election by a Small Business Corporation.