

F14000003945

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

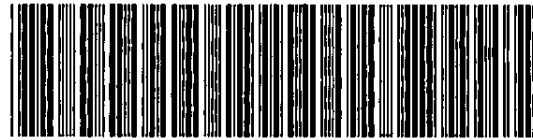
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300263485393

08/27/14--01021--012 **87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 SEP 16 PM 2:00

~~300263485393~~
XCOJ
XCL
9/19/14

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: HORO HOLDINGS, SA, Inc.

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:

Oral Beason, Esq.

Name of Person

Litai Assets, LLC

Firm/Company

1180 SW 36th Avenue, Suite 100

Address

Pompano Beach, Florida 33069

City/State and Zip code

ob@litaiassets.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Oral Beason, Esq. at (954) 580-0995

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 2, 2014

ORAL BEASON
1180 SW 36TH AVE., STE 100
POMPANO BEACH, FL 33069

SUBJECT: HORO HOLDINGS, SA, INC.
Ref. Number: W14000053322

We have received your document for HORO HOLDINGS, SA, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 245-6052.

Carol Mustain
Regulatory Specialist II

Letter Number: 114A00018654

Litai Assets

Helping you Secure Your Assets



September 9, 2014

Oral Beason, Esq.
Chief Legal Officer

Via FedEx: 771089466560

Ms. Carol Mustain
Regulatory Specialist II
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: HORO HOLDINGS, SA, INC. Reference Number: W1400005322

Dear Ms. Mustain,

I am in receipt of your September 02, 2014 correspondence (Letter Number: 114A00018654) regarding the above-referenced matter. Accordingly, enclosed herein is an original certificate of existence document for HORO HOLDINGS.

Additionally, I am returning the application to you for processing. Please let me know if you require additional information to complete this registration.

With kind regards,

A handwritten signature in black ink, appearing to read 'Oral Beason', with a long horizontal line extending to the right.

Oral Beason, Esq.

OLB/mls

Enclosures

**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. **Horo Holdings, SA, Inc.**

(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. **N/A**

(FEI number, if applicable)

4. **02/10/2003**

(Date of incorporation)

5. **Perpetual**

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

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

7. **1180 SW 36th Avenue, Suite 100, Pompano Beach, FL 33069**

(Principal office address)

1180 SW 36th Avenue, Suite 100, Pompano Beach, FL 33069

(Current mailing address)

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

Name: **Nordland Assets, LLC**

Office Address: **1180 SW 36th Avenue, Suite 100**

Pompano Beach

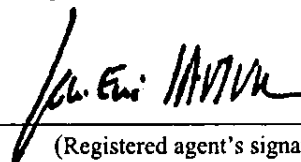
(City)

33069

(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 SEP 16 PM 2:00

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

A. DIRECTORS

Chairman: Jan-Eric Samuel

Address: France, in Singapore, SGP

Vice Chairman: _____

Address: _____

Director: Andre Walkowicz

Address: Collonge-Bellerive, in Geneva

Director: Eric Lobsiger

Address: Seedorf (BE), in Glovelier

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

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 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.

13. Jan-Eric Samuel

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



REGISTRE DU COMMERCE DE GENÈVE

Extrait avec éventuelles radiations

EXTRAIT DU REGISTRE

No réf. 02117/2003
N° féd. CH-660-0418003-5
IDE CHE-109.911.925

Horo Holdings SA

inscrite le 19 février 2003
Société anonyme

Réf.	Raison Sociale
1 3	Club Silhouette SA Horo Holdings SA
Réf.	Siege
1 5	Genève Pregny-Chambésy
Réf.	Adresse
1 5	rue du Général Dufour 11, c/o EC Venture Capital SA chemin des Cornillons 96, 1292 Chambésy
Réf.	Dates des Statuts
1 3	10.02.2003 07.10.2005
5	28.06.2010 (nouv. stat.)
Réf.	But, Observations
1	<u>But: (Rad. réf. 3)</u> exploitation de centres de culture physique et activités associées.
3	<u>But: (Rad. réf. 5)</u> conseil d'entreprises en matière de gestion stratégique et direction opérationnelle, effectuer toutes opérations commerciales pour son compte et pour le compte de tiers, administration et acquisition de participations dans des sociétés commerciales, financières, industrielles, mobilières et des sociétés holding; investissement en matière immobilière et mobilière; commerce et gérance de tous biens immobiliers et mobiliers, à l'exception des opérations prohibées par la LFAIE.
5	<u>But:</u> administration et acquisition de participations dans des sociétés commerciales, financières, industrielles, mobilières et des sociétés holding; conseil d'entreprises en matière de gestion stratégique et direction opérationnelle (cf. statuts pour but complet).
5	<u>Opting-out:</u> Selon déclaration du conseil d'administration du 28.06.2010, la société n'est pas soumise à un contrôle ordinaire et renonce à un contrôle restreint.
6	L'identification sous le numéro CH-660-0418003-5 est remplacée par le numéro d'identification des entreprises (IDE/UID) CHE-109.911.925.
Réf.	Organe de publication
1	Communication aux actionnaires: lettre recommandée (Rad. réf. 5)
1	FOSC
5	Communication aux actionnaires: par écrit, par fax ou par courriel

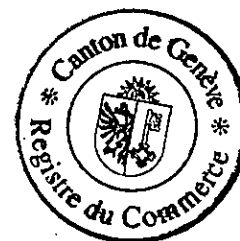
Réf.	Capital-actions		
	Nominal	Libéré	Actions
1	CHF 100'000	CHF 50'000	1'000'000 actions de CHF 0.10, nominatives, liées selon statuts

Réf.			Administration, organe de révision et personnes ayant qualité pour signer		
Inscr.	Mod.	Rad.	Nom et Prénoms, Origine, Domicile	Fonctions	Mode Signature
1		2	Bourquin Morène, de Villeret, à Bevaix	adm. président	signature collective à 2
1		2	Prati Vincent, de Lugano, à Auvernier	adm. secrétaire	signature collective à 2
1		2	Samuel Jan-Eric, de France, à Singapour, SGP	adm.	signature collective à 2
1		5	F. Thorens SA, à Saint-Blaise	organe de révision	
2			Walkowicz André, de Collonge-Bellerive, à Genève	adm.	signature individuelle
4			Samuel Jan-Eric, de France, à Singapour, SGP	adm. président	signature individuelle
4			Lobsiger Eric, de Seedorf (BE), à Glovelier	adm.	signature collective à 2

Réf.	JOURNAL		PUBLICATION FOSC		Réf.	JOURNAL		PUBLICATION FOSC	
	Numéro	Date	Date	Page/Id		Numéro	Date	Date	Page/Id
1	2117	19.02.2003	25.02.2003	5	2	13064	05.11.2004	11.11.2004	6/2538000
3	12931	25.10.2005	31.10.2005	7/3081650	4	5442	25.03.2010	31.03.2010	9/5568782
5	11948	15.07.2010	21.07.2010	8/5738420	6		Complément	19.12.2013	0/7225832

Genève, le 11 août 2014

Extrait certifié conforme
11 AOUT 2014
Le préposé par délégation



Fin de l'extrait

Seul un extrait certifié conforme, signé et muni du sceau du registre, a une valeur légale.



THE FRENCH LINK



Interpretation • Translation

CERTIFICATE OF ACCURACY

STATE OF FLORIDA

COUNTY OF BROWARD

SS

I, EVA G. FIREMAY, being duly sworn and deposed hereby,
on behalf of THE FRENCH LINK, do certify that the attached translation, consisting of
2 pages, is, to the best of my knowledge and belief, a true and accurate
translation of a copy of the original document written in French into the
English language.

Eva G. Firemay
Signature

SWORN TO AND SUBSCRIBED BEFORE ME THIS 2nd DAY OF AUGUST, 2014

Anisa Laura Khan
Notary Public, State of Florida
My commission expires:



ANISA LAURA KHAN
MY COMMISSION # FF 033335
EXPIRES: July 7, 2017
Bonded Third Budget Notary Services

☒ Personally known to me
☒ Produced Identification; Type of Identification: D.L.

The utmost care has been taken to ensure the accuracy of all translations. THE FRENCH LINK and its employees shall not be liable for any damages due to negligence or error in typing or translation.

COAT
OF
ARMS

GENEVA BUSINESS REGISTER

Abstract with possible removals

REGISTER ABSTRACT

Ref. No. 02117/2003

Fed. No. CH-660-0418003-5

IDE CHE-109.911.925

Horo Holdings SA
Registered on February 19, 2003
Limited Liability Company

Ref.	Name
1	Club Silhouette SA
3	Horo Holdings SA
Headquarters	
1	Geneva
5	Pregny-Chambesy
Address	
1	Rue du General Dufour 11, c/o EC Venture Capital SA
5	Chemin des Cornillons 96, 1292 Chambesy
Dates of Articles of Incorporation	
1	02/10/2003
3	10/07/2005
5	06/28/2010 (new art.)
Objective, Observations	
1	<u>Objective: (Removal Ref. 3)</u> operation of fitness clubs and associated activities.
3	<u>Objective: (Removal Ref. 5)</u> business consulting in matters of strategic management and operational management, conduct any commercial operations on its behalf and on behalf of third parties, management and acquisition of profit sharing in commercial, financial, industrial, investment trusts, and holding companies; investment in real estate and securities; business and management of any real and personal property, with the exception of operations prohibited by LFAIE.
5	<u>Objective:</u> management and acquisition of profit sharing in commercial, financial, industrial, investment trust, and holding companies; business consulting in matters of strategic management and operational management (see Articles for complete objective).
5	Opting-out: According to the Board of Directors 06/28/2010 statement, the Company is not subject to common control and waives limited control.
6	Identification number CH-660-0418003-5 is replaced by Companies identification number (IDE/UID) CHE-109.911.925.
Publication Channel	
1	Shareholders communication: registered letter (Rom. Ref. 5)
1	FOSC
5	Shareholders communication: in writing, by fax or email

Ref.	Capital Shares		
	Face value	Fully paid	Shares
1	CHF 100.000	CHF 50.000	1.000.000 registered shares of CHF 0.10 each, restricted according to the Articles.

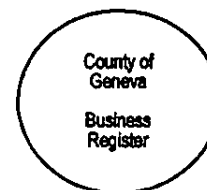
CERTIFIED TRANSLATION
PREPARED BY *EFF*
THE FRENCH LINK

Ref.			Management, Reviewing Board and Persons authorized to sign		
Ref.	Mod.	Rem.	First and Last Name, Origin, Address	Occupations	Signatures
1		2	Bourquin Moreno, Villeret, in Bevaix	Adm. President	2 joint signatures
1		2	Prati Vincent, Lugano, in Auvernier	Adm., Secretary	2 joint signatures
1		2	Samuel Jan Eric, France, in Singapore, SGP	Adm.	2 joint signatures
1		5	F. Thorens S.A., in Saint-Blaise	Reviewing Board	
2			Walkowicz Andre, Collonge-Bellerive, in Geneva	Adm.	Sole signature
4			Samuel Jan Eric, France, in Singapore, SGP	Adm. President	Sole signature
4			Lobsiger Eric, Seedorf (BE), in Glovelier	Adm.	2 joint signatures

Ref.	JOURNAL		FOSC PUBLICATION		Ref.	JOURNAL		FOSC PUBLICATION	
	Number	Date	Date	Page/Id		Number	Date	Date	Page Id
1	2117	02/19/2003	02/25/2003	5	2	13064	11/05/2004	11/11/2004	6/2538000
3	12931	10/25/2005	10/31/2005	7/3081650	4	5442	03/25/2010	03/31/2010	9/5568782
5	11948	07/15/2010	07/21/2010	8/5738420	6		Addition	12/19/2013	0/7225832

Geneva, August 11, 2014

True Copy
AUGUST 11, 2014
Deputy Clerk (<i>illegible signature</i>)



End of abstract

Only a signed true copy with a Register displaying official stamp is legally valid.

CERTIFIED TRANSLATION
PREPARED BY *EGF*
THE FRENCH LINK