

F2100000 4002

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

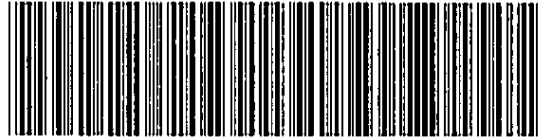
(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2021 DEC 29 PM 1:54

FILED

*Handwritten signature*

JAN 14 2022

D CONNELL

**COVER LETTER**

**TO:** Amendment Section Division of Corporations

**SUBJECT:** EUROPEAN PRESSPHOTO AGENCY B.V. CORPORATION

Name of Corporation

**DOCUMENT NUMBER:** F21000004002

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

BONNY JENNINGS

Name of Contact Person

ROSS & MONCURE, INC.

Firm/Company

726 N. WASHINGTON STREET

Address

ALEXANDRIA, VA 22314

City/State and Zip Code

BONNY@ROSSMONCURE.COM

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

For further information concerning this matter, please call:

BONNY JENNINGS

Name of Contact Person

at ( 703 ) 549-5276

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy

☐ \$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 7, 2021

BONNY JENNINGS  
726 N WASHINGTON ST  
ALEXANDRIA, VA 22314

SUBJECT: EUROPEAN PRESSPHOTO AGENCY B.V. CORPORATION  
Ref. Number: F21000004002

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

We need a copy of the paperwork that was filed in THE NETHERLANDS stating that the GERMANY corporation changed its jurisdiction from Germany to The Netherlands with a stamp of approval from The Netherlands.

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) 245-6050.

Darlene Connell  
Regulatory Specialist II Supervisor

Letter Number: 021A00029449



2021 NOV 18 AM 8:03

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 2, 2021

BONNY JENNINGS  
726 N WASHINGTON ST  
ALEXANDRIA, VA 22314

SUBJECT: EUROPEAN PRESSPHOTO AGENCY B.V. CORPORATION  
Ref. Number: F21000004002

We have received your document for EUROPEAN PRESSPHOTO AGENCY B.V. CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

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) 245-6050.

Rebekah White  
Regulatory Specialist II Supervisor

Letter Number: 621A00021297

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR**  
**AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F21000004002

(Document number of corporation (if known))

1. EUROPEAN PRESSPHOTO AGENCY B.V. CORPORATION

(Name of corporation as it appears on the records of the Department of State)

2. GERMANY

(Incorporated under laws of)

3. 07/16/2021

(Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? \_\_\_\_\_

5. \_\_\_\_\_

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

THE NETHERLANDS

(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent \_\_\_\_\_

\_\_\_\_\_  
(Florida street address)

New Registered Office Address: \_\_\_\_\_, Florida \_\_\_\_\_  
(City) (Zip Code)

New Registered Agent's Signature; If changing Registered Agent:

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

\_\_\_\_\_  
*Signature of New Registered Agent; if changing*

2021 DEC 29 PM 1:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
SHAREHOLDER	EFE	AM HAUPTBAHNHOF 18	<input checked="" type="checkbox"/> Add
		60329 FRANKFURT GERMANY	<input type="checkbox"/> Remove
SHAREHOLDER	ANSA	AM HAUPTBAHNHOF 18	<input checked="" type="checkbox"/> Add
		60329 FRANKFURT GERMANY	<input type="checkbox"/> Remove
SHAREHOLDER	KEYSTONE-SDA	AM HAUPTBAHNHOF 18	<input checked="" type="checkbox"/> Add
		60329 FRANKFURT GERMANY	<input type="checkbox"/> Remove
SHAREHOLDER	ANP	AM HAUPTBAHNHOF 18	<input checked="" type="checkbox"/> Add
		60329 FRANKFURT GERMANY	<input type="checkbox"/> Remove
SHAREHOLDER	APA	AM HAUPTBAHNHOF 18	<input checked="" type="checkbox"/> Add
		60329 FRANKFURT GERMANY	<input type="checkbox"/> Remove

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

MATT CAMPBELL

(Typed or printed name of person signing)

DIRECTOR

(Title of person signing)

FILING FEE \$35.00

ENCLOSURES:

PLEASE SEE CONTINUATION OF AMENDMENT. ADDITIONAL SHAREHOLDER'S WERE ADDED ON PAGE 2 AND OTHERS REMOVED ON PAGE 3. THANK YOU!

pg. 2 of additional Shareholders

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
SHAREHOLDER	PAP	AM HAUPTBAHNHOF 18	<input checked="" type="checkbox"/> Add
		60329 FRANKFURT GERMANY	<input type="checkbox"/> Remove
SHAREHOLDER	LUSA	AM HAUPTBAHNHOF 18	<input checked="" type="checkbox"/> Add
		60329 FRANKFURT GERMANY	<input type="checkbox"/> Remove
SHAREHOLDER	MT/DUNA MEDIA	AM HAUPTBAHNHOF 18	<input checked="" type="checkbox"/> Add
		60329 FRANKFURT GERMANY	<input type="checkbox"/> Remove
SHAREHOLDER	ANA-MPA	AM HAUPTBAHNHOF 18	<input checked="" type="checkbox"/> Add
		60329 FRANKFURT GERMANY	<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

FILING FEE \$35.00

pg. 3

<u>Title/Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
PRESIDENT	JULIA AREVALO	AM HAUPTBAHNHOF 18	<input type="checkbox"/> Add
		60329 FRANKFURT GERMANY	<input checked="" type="checkbox"/> Remove
TREASURER	TERRI LOVE	AM HAUPTBAHNHOF 18	<input type="checkbox"/> Add
		60329 FRANKFURT GERMANY	<input checked="" type="checkbox"/> Remove
SECRETARY	SILKE POHLMANN	AM HAUPTBAHNHOF 18	<input type="checkbox"/> Add
		60329 FRANKFURT GERMANY	<input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input checked="" type="checkbox"/> Remove



**EPA shareholders**

<b>Agency</b>	<b>based in (country)</b>	<b>Percentage of shares</b>
EFE	Spain	49,90%
ANSA	Italy	8,81%
Keystone-SDA	Switzerland	4,50%
ANP	The Netherlands	3,91%
APA	Austria	3,91%
PAP	Poland	1,76%
Lusa	Portugal	1,37%
MTI / Duna Media	Hungary	1,17%
ANA-MPA	Greece	0,78%
temporarily held by the company		23,87%
Total of shares:		<hr/> 100%

Translation from the German Language

**Frankfurt am Main Local Court**

**HRB 28280**

**Official Current Printout**

**This printout contains the content of the Commercial Register.**

This printout is not signed and is valid as a certified copy.

Frankfurt am Main, 19.04.2021

[Seal of Frankfurt am Main Local Court]

Schefscheck, Senior Legal Secretary  
Registrar of the Court Registry

Commercial Register B  
of Frankfurt am Main  
Local Court

Department B  
Reproduction of the  
current Register content  
Access of 19.04.2021 10:26

Company number:  
HRB 28280

Official Printout

Page 1 of 2

1. Number of previous entries:

9

2. a) Company:

EUROPEAN PRESSPHOTO AGENCY B.V. Branch Office Frankfurt

b) Headquarters, Branch, German business address, authorised recipient, branch offices:

Frankfurt am Main

Business address: Am Hauptbahnhof 18, 60329 Frankfurt am Main

Branch office of EUROPEAN PRESSPHOTO AGENCY B.V. with headquarters in 's-Gravenhage,  
Netherlands (Commercial Register of the Chamber of Industry and Trade in Den Haag No. 111894)

c) Corporate purpose:

The operation and marketing of a press photo service in Europe, carrying out activities of a trade, technical, financial and/or  
advertising nature in the field of press photographic and visual information.

3. Share or Nominal Capital:

EUR 7,665,000.00

4. a) General Representation Regulation:

If only one director is appointed, he shall represent the company alone. If several directors are appointed, the company shall  
be represented by two directors together.

b) Management Board, Management Body, Executive Directors, Personally Liable Partners, Directors, Authorised  
Representatives and Special Representation Authority:

Sole power of representation.

Director: Rodríguez Arévalo, Julia, Frankfurt am Main, \*07.08.1966

5. Power of attorney:

Sole power of attorney:

Pohlmann, Silke, Frankfurt am Main, \*07.08.1967

6. a) Legal Form, Start, Statutes or Partnership Agreement:

Limited liability company under Dutch law, partnership agreement dated 18.03.1985

Frankfurt am Main District Court

HRB 28280

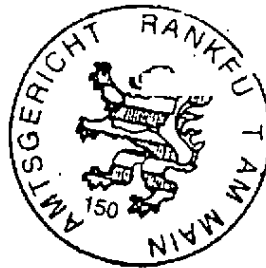
Official Current Printout

This printout attests to the contents of the commercial register.

This printout is not signed and is deemed to be a certified copy.

Frankfurt am Main, 25 October 2021

*Hay*  
Hauptstadt Clerk  
Office of the Court Register



Commercial Register B of Frankfurt am Main District Court	Section B Reproduction of the current register contents Fetch of 25/10/2021 09:25	Number of the company: <b>HRB 28280</b>
<b>Official Printout</b>	Page 1 of 2	

**1. Number of previous entries:**

10

**2. a) Company:**

EUROPEAN PRESSPHOTO AGENCY B.V. Frankfurt branch

**b) Reg. office, branch office, domestic business address, authorised recipient, branches:**

Frankfurt am Main

Business address: Am Hauptbahnhof 18, 60329 Frankfurt am Main

Branch of EUROPEAN PRESSPHOTO AGENCY B.V. with registered office in s-Gravenhage, the Netherlands  
(Commercial Register of the Chamber of Industry and Commerce in Den Haag No. 111894)

**c) Object of the company:**

The operation and distribution of a press photo service in Europe, the conduct of activities of a commercial, technical, financial and/or advertising nature in the sector of press photo and visual information.

**3. Share or nominal capital:**

7,665,000.00 EUR

**4. a) General representation regulation:**

If only one director is appointed, they represent the Company alone. If more than one managing director is appointed the Company shall be represented by two managing directors together.

**b) Management board, management bodies, managing directors, personally liable shareholders, directors, authorised representatives and special representation authority:**

Authorised to sole representation.

Managing Director: Rodriguez Arévalo, Julia, Frankfurt am Main, DOB 7 August 1966

**5. Proxies:**

**6. a) Legal form, commencement, articles of association or partnership agreement**

Limited liability company pursuant to Dutch law  
Articles of Association of 18 March 1985

Most recently amended by a resolution of 31 December 2014

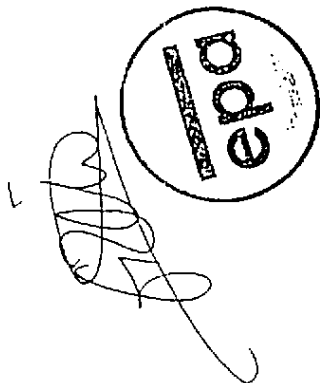
**b) Other legal circumstances:**

Commercial register B of Frankfurt am Main District Court	Section B Reproduction of the current register contents Fetch of 25/10/2021 09:25	Number of the company: <b>HRB 28280</b>
<b>Official Printout</b>	Page 2 of 2	

7. a) Date of last entry:

9 July 2021

# epa's Shareholder Structure



Talpa Maxwell B.V.  
Country  
The Netherlands

100%

Company  
belongs to  
the Spanish  
State  
(SEPI)

100%

AGENCIA EFE  
S.A.U.  
Country Spain

49.9%

No  
shareholder  
has over 25%.  
No beneficial  
owner

100%

Agenzia Nazionale  
Stampa Associata  
Società  
Cooperativa  
Country Italy

8.81%

70% belongs to 44  
shareholders  
(media companies  
& associations)

70%

KEYSTONE-  
SDA-ATS AG  
Country  
Schweiz

4.5%

ANP Holding B.V.  
Country  
The Netherlands

100%

B.V. Algemeen  
Nederlands  
Persbureau ANP  
Country  
The Netherlands

3.91%

No  
shareholder  
has over 25%.  
No beneficial  
owner

100%

Austria  
Presse  
Agentur e.G.  
Country  
Austria

3.91%

All shares  
belong to  
the Republic  
of Poland

100%

Polska  
Agencja  
Prasowa S.A.  
Country  
Poland

1.76%

About  
50,14 %  
belongs to  
the  
Portuguese  
State

50%

LUSA-Agencia  
Noticias de  
Portugal S.A.  
Country  
Portugal

1.37%

Other  
companies  
have less  
than 25%  
shares

100%

Duna  
Médiaszolgálat  
to Nonprofit Zrt.  
Country Hungary

1.17%

Hungarian  
Public  
Media  
Foundation

100%

Athens News  
Agency -  
Macedonia News  
Agency S.A.  
Country Greece

0.78%

All shares  
belong to  
the Greek  
Public

100%

epa  
european  
pressphoto  
agency b.v.

23.87%

european pressphoto agency (epa)  
Country Germany

There is no natural person who has directly or indirectly  
25% or more shares of the european pressphoto agency.  
This information was confirmed by the customer.



## Business Register extract

### Netherlands Chamber of Commerce

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CCI number 27111894

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Page 1 (of 2)

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#### Legal entity

RSIN	007412435
Legal form	Besloten Vennootschap (comparable with Private Limited Liability Company)
Statutory name	European Pressphoto Agency B.V.
Corporate seat	's-Gravenhage
Visiting address	Am Hauptbahnhof 18, 60329 Frankfurt, Federal Republic of Germany
Telephone number	+4969244321800
Fax number	+4969244321809
Date of deed of incorporation	18-03-1985
Date of deed of last amendment to the Articles of Association	12-06-2015
Activities	SBI-code: 6391 - News agencies For further information on activities, see Dutch extract.
Issued capital	EUR 7 665.000,00
Paid-up capital	EUR 7 665.000,00
Filing of the annual accounts	The annual accounts for the financial year 2020 were filed on 17-06-2021.

---

#### Board member

Name	Rodriguez Arévalo, Julia
Date of birth	07-08-1966
Date of entry into office	30-06-2020 (registration date: 06-07-2020)
Title	President & CEO
Powers	Solely/independently authorised

---

#### Members of the Supervisory

##### Board

Name	Zingoni, Gian Luca
Date of birth	22-08-1966
Date of entry into office	23-11-2018 (registration date: 12-12-2018)
Title	Commissaris C
Name	Swierzewski, Lukasz Michal
Date of birth	05-09-1975
Date of entry into office	26-09-2019 (registration date: 01-10-2019)
Title	Commissaris C





## Business Register extract Netherlands Chamber of Commerce

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CCI number 27111894

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Page 2 (of 2)

Name	Cañas Pita de la Vega, Marina Gabriela
Date of birth	09-01-1957
Date of entry into office	19-05-2020 (registration date: 10-07-2020)
Title	Commissaris A / Chair

Name	Sánchez-Andrade Fernández, María José
Date of birth	11-04-1964
Date of entry into office	19-05-2020 (registration date: 10-07-2020)
Title	Commissaris A

Name	Araújo González, José María
Date of birth	09-06-1976
Date of entry into office	16-06-2021 (registration date: 20-07-2021)
Title	Commissaris A

---

Extract was made on 20-09-2021 at 11:38 hours.  
For extract

C.M.H.L. Lourens, Manager Centrale Productie en Backoffice

APOSTILLE

(Convention de La Haye du 5 octobre 1961)

- 1 Country: THE NETHERLANDS  
This public document
- 2 has been signed by C.M.H.L. Lourens
- 3 acting in the capacity of official of the Chamber of  
Commerce and Industry
4. ---

Certified

5. in Amsterdam
6. on 21-09-2021
7. by the registrar of the district court of Amsterdam
8. no. 44425

9. Seal/stamp:

10. Signature:

H.H.S. Verhagen

