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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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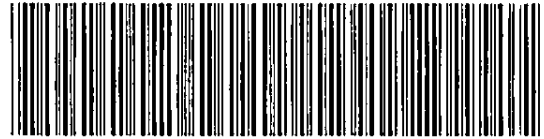
(Business Entity Name)

(Document Number)

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RECEIVED
SECRETARY OF STATE
REGISTRARS

M. SOLOMON

JUN 20 2024

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Palermo Circle AG

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:

Joseph H. Brown, Esq.

Name of Person

Law Office of Joseph Brown LLC

Firm/Company

2580 East Harmony Road Ste 301

Address

Fort Collins, CO 80528

City/State and Zip code

jbrown@floridabusinesslaw.net

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

For further information concerning this matter, please call:

Joseph H Brown

at (970) 232-8614

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

- ☒ \$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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DIVISION OF CORPORATIONS

**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. Palermo Circle AG, 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. Germany 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 30, 2023 5. _____
(Date of incorporation) (Date of duration, if other than 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. 3665 Bonita Beach Road Ste 1-3
(Principal office street address)

Bonita Springs, FL 34135
(Current mailing address, if different)

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

Name: Allure Accounting, Inc.

Office Address: 3665 Bonita Beach Rd. Ste 1-3

Bonita Springs, Florida 34135
(City) (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.

11. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

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SECRETARY OF STATE
DIVISION OF CORPORATE
REGISTRATION
24 MAY 28 AM 10:07

A. DIRECTORS

☐ Chairman Name: Antje Weigert

☐ Vice Chairman Address: Domspatzenstrasse 41

☒ Director Nittendorf Germany 93512

☒ President _____

☐ Vice President _____

☐ Secretary ☐ Treasurer

☐ Other _____ ☐ Other _____

☐ Chairman Name: _____

☐ Vice Chairman Address: _____

☐ Director _____

☐ President _____

☐ Vice President _____

☐ Secretary ☐ Treasurer

☐ Other _____ ☐ Other _____

☐ Chairman Name: _____

☐ Vice Chairman Address: _____

☐ Director _____

☐ President _____

☐ Vice President _____

☐ Secretary ☐ Treasurer

☐ Other _____ ☐ Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be indexed for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

12. Antje Weigert
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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. Antje Weigert, Director
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
24 MAY 28 AM 10:07



OFFICE OF JUSTICE
DUCHY OF LIECHTENSTEIN
COMMERCIAL REGISTER

Excerpt from Commercial Register

Register Number	Legal Form	Registration	Canceled	Transfer From: To:	
FL - 0002.703.455-6	Stock Corporation	03/30/2023			1

All registrations

Ei	Lo	Company	Ref	Place of business
1		Palermo Circle AG	1	Vaduz

Ei	Lo	Share capital	Paid-up capital	Share denomination	Ei	Lo	Representation/Mailing address
		CHF 50,000.00	CHF 50,000.00	50 Registered shares of CHF 1,000.00	1		c/o CSC Company Structure Consulting AG Landstrasse 63 9490 Vaduz

Ei	Lo	Company objective	Ei	Lo	Additional addresses
1		The company's objective is the investment and administration of its assets and within this context, particularly the acquisition, tenancy, administration and exploitation of foreign and domestic movable assets, real estate, securities, precious metals, rights and interests, the founding and financing of subsidiaries and associated enterprises, as well as investments in domestic and foreign firms. The company can acquire, manage, and utilize patent, licensing, exploitation, distributor, and copy rights of all kinds. Operating a business in a commercial manner is not an objective of this company.			

Ei	Lo	Observations	Ref	Date of company bylaws
		Notifications to shareholders shall be by registered letter. If not all addresses are known, notifications shall be by publication in the company's publishing entity.	1	3/29/2023

Ei	Lo	Special facts	Ref	Publishing entity
			1	National newspapers

Ei	Lo	Balance sheet date	Ref	Annual financial statements as of	Filed on	Ref	Corp. financial statements as of	Filed on
1		December 31						

Ref	TR No.	TR date	Ref	TR No.	TR date
1	6204	03/30/2023			
2	16988	11/14/2023			

Ei	Ae	Lo	Administrative Information	Function	Signature type
1			CSC Company Structure Consulting AG, 9490 Vaduz	Board member	Sole signature
1			Jelenik, Atty., Gerd Hermann, StA: Austria, 9490 Vaduz	Board member	Sole signature
1			CONGENIA AUDIT ANSTALT, 9492 Eschen	Auditor	
2			Weigert, Antje Tanja Ida, StA: Germany, 93152 Etterzhausen	Board member	Sole signature

Vaduz, 04/04/2024 16:04 SEL



Certified
Excerpt

Luke SEGER

[Signature]

An excerpt from the Commercial Register of the Duchy of Liechtenstein is valid only if it bears an original certification or an official signature of the Office of Justice.

APOSTILLE

(Convention de la Haye du 5 octobre 1961)

1. Country: Duchy of Liechtenstein

This public document

2. Has been signed by Luke Seger

3. Acting in the capacity of Administrative Official

4. Bears the seal/stamp of Office of Justice
 Commercial Registry, Vaduz

Certified

5. At: Vaduz 9490

6. Date: April 4, 2024

7. By: Vaduz Government Chancellery

8. Under No. 24.02828

9. Seal/Stamp

10. Signature



[Signature]

Özlem Montoya
Admin. Official



AMT FÜR JUSTIZ
FÜRSTENTUM LIECHTENSTEIN

Handelsregister-Auszug

HANDELSREGISTER

Registernummer	Rechtsnatur	Eintragung	Löschung	Übertrag von: auf:	
FL-0002.703.455-6	Aktiengesellschaft	30.03.2023			1

Aktuelle Eintragungen

Ei	Lö	Firma				Ref	Sitz
1		Palermo Circle AG				1	Vaduz

Ei	Lö	Aktienkapital	Liberierung	Aktien-Stückelung	Ei	Lö	Repräsentanz/Zustelladresse
1		CHF 50'000.00	CHF 50'000.00	50 Namenaktien zu CHF 1'000.00	1		c/o CSC' Company Structure Consulting AG Landstrasse 63 9490 Vaduz

Ei	Lö	Zweck	Ei	Lö	weitere Adressen
1		Zweck der Aktiengesellschaft ist die Anlage und Verwaltung ihres Vermögens und in diesem Rahmen insbesondere auch der Erwerb, das Halten, die Verwaltung und Verwertung von in- und ausländischen Mobilien, Immobilien, Wertschriften, Edelmetallen, Beteiligungen und Rechten, die Gründung und Finanzierung von Tochtergesellschaften und verbundenen Unternehmen sowie die Beteiligung an in- und ausländischen Unternehmen. Die Gesellschaft kann Patent-, Lizenz-, Verwertungs-, Vertriebs- und Urheberrechte aller Art erwerben, verwalten und verwerten. Der Betrieb eines nach kaufmännischer Art geführten Gewerbes ist nicht Gegenstand dieser Aktiengesellschaft.			

Ei	Lö	Bemerkungen	Ref	Statutendatum
1		Mitteilungen an die Aktionäre erfolgen durch eingeschriebenen Brief. Sind nicht alle Anschriften bekannt, erfolgen die Mitteilungen durch Veröffentlichung im Publikationsorgan der Gesellschaft.	1	29.03.2023

Ei	Lö	Besondere Tatbestände	Ref	Publikationsorgan
			1	Landeszeitungen

Ei	Lö	Bilanzstichtag	Ref	Jahresrechnung zum	eingereicht am	Ref	Konzernabschluss zum	eingereicht am
1		31. Dezember						

Ref	TR-Nr	TR-Datum	Ref	TR-Nr	TR-Datum
1	6204	30.03.2023			
2	16988	14.11.2023			

Ei	Ae	Lö	Angaben zur Verwaltung	Funktion	Zeichnungsart
1			CSC' Company Structure Consulting AG, 9490 Vaduz	Mitglied des Verwaltungsrates	Einzelunterschrift
1			Jelenik, Mag.iur. Gerd Hermann, StA: Österreich, 9490 Vaduz	Mitglied des Verwaltungsrates	Einzelunterschrift
1			CONGENIA AUDIT ANSTALT, 9492 Eschen	Revisionsstelle	
2			Weigert, Antje Tanja Ida, StA: Deutschland, 93152 Etterzhausen	Mitglied des Verwaltungsrates	Einzelunterschrift

Vaduz, 04.04.2024 16:04 SEL

Ein Auszug aus dem Handelsregister des Fürstentums Liechtenstein hat nur Gültigkeit, sofern er mit einer Originalbeglaubigung oder mit einer elektronischen Amtssignatur des Amtes für Justiz versehen ist.



Beglaubigter
Auszug:

Lutz SEGER

APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Land: Fürstentum Liechtenstein
2. Diese öffentliche Urkunde
3. ist unterschrieben von der / Luke Seger
3. in der Eigenschaft als Verwaltungsangestellter
4. sie ist versehen mit dem Siegel / Stempel des
Amtes für Justiz - Handelsregister, Vaduz

Bestätigt

5. in 9490 Vaduz
6. am 04. April 2024....
7. durch Regierungskanzlei Vaduz
8. unter Nr. 24.02828-

9. Siegel / Stempel

10. Unterschrift



Özlem Moritaya
Verwaltungs-Angestellte



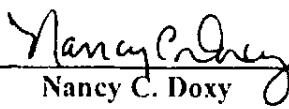
Letspeak, Inc.
2400 First Street, Suite 204
Fort Myers, Florida 33901
Tel: (239) 274-5700
Fax: (239) 274-9709
E-mail: info@letspeak.com
Web: www.letspeak.net

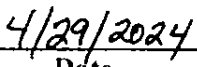
CERTIFICATION OF TRANSLATION ACCURACY

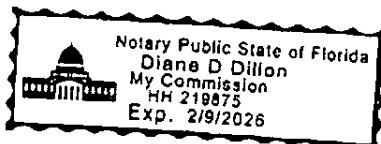
I, Nancy C. Doxy, the undersigned, hereby certify that the attached translation from German into English is a true and accurate rendition of the document(s) received by Letspeak, Inc. (a professional Translation Services Company, having no relation to the Client). The document is as follow: "Excerpt from Commercial Register and Apostille" from Liechtenstein.

I further certify that the translator of this document, Carola P. Myers, is a German speaker fluent in American English, a Certified Member of the American Translators Association (ATA), is professionally competent to translate from German into English. The translator attests to the following: *"To the best of my knowledge and abilities, the accompanying text is a true, full and accurate translation of the above specified document, and is delivered in good faith."*

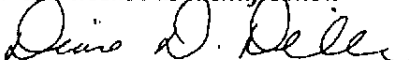
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Nancy C. Doxy
Letspeak, Inc.
Corporate ATA# 222156
Corporate NAJIT# 1238


Date



STATE OF FLORIDA
COUNTY OF LEE
Sworn to and subscribed before me,
on this 29th day of April 2024, by the
affiant who provided a valid Florida
Driver's license as identification


Notary Public, State of Florida