

L15000131291

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COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: insulinNG LLC  
Name of Limited Liability Company

The enclosed Statement of Revocation of Dissolution for Florida Limited Liability Company and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Rolf-Peter Milezarek

Contact Person

insulinNG LLC

Firm/Company

12796 NW MARINER CT

Address

PALM CITY, FL 34900

City, State and Zip Code

rpm@proinsulin-ng.com

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

For further information concerning this matter, please call:

Kevin Tremmel

Name of Contact Person

at (

239

Area Code

913.9136

Daytime Telephone Number

STREET ADDRESS:

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

MAILING ADDRESS:

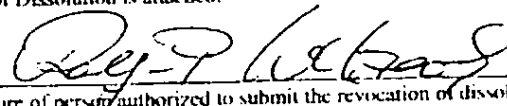
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

CR2E132 (10/15)

**STATEMENT OF REVOCATION OF DISSOLUTION  
FOR  
FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to section 605.0708, Florida Statutes, this Florida limited liability company revokes its articles of dissolution prior to the expiration of 120 days following the effective date (or file date, if no effective date) of the articles of dissolution.

1. The name of the company is: insulinNG LLC
2. The document number of the company is L15000131291
3. The effective date the Dissolution was filed is 08/27/2018
4. The revocation of dissolution was authorized on 09/21/2018
5. A copy of the Articles of Dissolution is attached.

  
\_\_\_\_\_  
Signature of person authorized to submit the revocation of dissolution

Filing Fee: \$100.00  
Certified Copy: \$30.00 (optional)

**INSULINNG LLC - a Florida Corporation**  
**Document #L15000131291 - FEI/EIN 47-4673724**

**WRITTEN CONSENT**  
**OF THE MEMBERS TO RE-INSTATE THE COMPANY AND**  
**FOR ELECTION OF A NEW MANAGER AND BOARD**

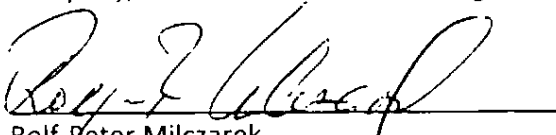
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A meeting was duly called and held on July 5<sup>th</sup>, 2018 at 8:00am CET. A qualified and vast majority representing 76.95% shares of the company as shareholder of the Class A and Class B Members of INSULINNG LLC, a Florida limited liability company (the "Company") - either present or by Proxy - do hereby consent to the adoption of the following resolutions within the meeting of the qualified majority of the Members. The Member list is signed and attached to this document.

1. **RESOLVED**, the Company is re-instated. The "voluntary dissolution", executed by Christopher De Nisco, has been done illegally and against the interests of the majority of the Members and the company
2. **RESOLVED**, the following persons with immediate effect are removed as managers and Board of Directors of the Company:
  - Christopher De Nisco as „Board Observer” and,
  - Jens Gamperl as Member of the Board and,
  - Tony R. Rodgriguez as Managing Director.
3. **NOMINATED** and **ELECTED** to be members of the Board of Managers of the Company to serve until the next annual meeting of members and until their successors are duly elected and qualified are:
  - Rolf-Peter Milczarek – as CEO Manager.
4. **NOMINATED** and **ELECTED** to be members of the Board of Directors of the Company to serve until the next annual meeting of members and until their successors are duly elected and qualified are:
  - Gunther Burgard – Member of the Board of Directors; Class A Shareholder and
  - Rainer C. Hoettges – Member of the Board of Directors and
  - Erich Lettl – Member of the Board of Directors; Class A Shareholder.

The undersigned hereby has invited to the meeting dated at July 5, 2018 for the holding of any meeting of the Members. For documentation of the said resolutions the secretary of the Company is hereby directed to insert this voting in the minute book of the Company.

**IN WITNESS WHEREOF**, the undersigned, hereby acting as the authorized Member of the Company, has documented this voting this 5th day of July 2018.

  
Rolf-Peter Milczarek,  
Member of InsulinNG LLC  
Secretary of the Member Meeting

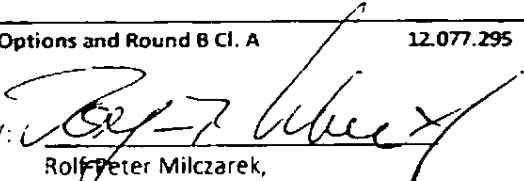
**INSULINNG LLC - a Florida Corporation**  
**Document #L15000131291 - FEI/EIN 47-4673724**

**LIST OF THE MEMBERS**  
**OUT OF THE LAST CAP TABLE DATED WITH MAY 24<sup>TH</sup>, 2016**

**INSULINNG LLC - a Florida Corporation**  
**Document #L15000131291 - FEI/EIN 47-4673724**

<b>Class A &amp; B</b>	<b>Shares</b>	<b>in Percent</b>	<b>Voting YES in %</b>
PharmACT Schweiz AG	603.865	5,00%	5,00%
PharmACT Schweiz AG trusteeship for			53,80%
eggbert ventures, Inc.	632.850	5,24%	
MM&P Consulting Inc.	632.850	4,24%	
CHSI Group	5.352.657	44,32%	
Sum	7.222.222	58,80%	58,80%
Dieter Kondek hold by Jens Gamperl	632.850	5,24%	
WR-Services & Products, Inc.	632.850	6,24%	6,24%
WR-Services & Products, Inc. trusteeship for			10,48%
bugfix consulting LLC	632.850	5,24%	
Islay Venturs LLC	632.850	5,24%	
Sum	1.265.700	21,96%	16,72%
PREMIUM HOMES of SWFL INC.	172.705	1,43%	1,43%
Jens Gamperl	603.865	5,00%	
Christopher DeNisco	603.865	5,00%	
Sum	1.380.435	11,43%	1,43%
Total	9.868.357		
Pre-Money Options are not valid	512.078	4,24%	-
Class A Stock (Round B)	1.638.888	3,57%	-
Sum	2.150.966	7,81%	
Total with Options and Round B Cl. A	12.077.295	100,00%	76,95%

SIGNED BY:

  
Rolf Peter Milczarek,  
Secretary of the Member Meeting

INSULINNG LLC - a Florida Corporation  
Document #L15000131291 - FEI/EIN 47-4673724

MINUTES  
OF THE TELEPHONE CONFERENCE HELD JULY, 5<sup>TH</sup>, 2018, 2 PM

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1. A welcome to all participants.
2. Peter E. Klauser (PharmACT Switzerland Ltd.) is nominated as meeting leader.  
Rainer Böhnke is recording the telco.
3. Rolf-Peter Milczarek is nominated as protocol writer.
4. Check of the participants of the telco:  
present:

Dr. Gunther Burgard	WR Services and Products Inc.
Rainer Böhnke	eggbert ventures, Inc.
Erich Lettl	PREMIUM HOMES of SWFL INC
Rolf-Peter Milczarek	MM&P Consulting Inc
Peter E. Klauser	PharmACT Schweiz AG

Not present:  
Christopher DeNisco  
Jens Gamperl  
Dieter Kondak
5. Numbers of shares:

Dr. Gunther Burgard	16.72%
Rainer Böhnke	
Erich Lettl	1.43%
Rolf-Peter Milczarek	
Peter E. Klauser	58.80%
Total	76.95%

The group of the actual participants do have enough shares to decide.
6. It is a fact that Christopher DeNisco initiated an unauthorized "VOLUNTARY DISSOLUTION" of the InsulinNG LLC without consulting of the other shareholders.
7. Proposal #1:  
Re-Instatement of InsulinNG LLC.  
*76.95% of the shares vote FOR a re-instatement of the InsulinNG LLC*
8. Proposal #2:  
Removing of the following individuals as managers and/or board members:  
Christopher DeNisco  
Jens Gamperl  
Tony Rodriguez  
*76.95% of the shares vote FOR the removal of the managers and/or board members*
9. Proposal #3:  
Rolf-Peter Milczarek shall act as CEO Manager.  
*76.95% of the shares vote FOR Rolf-Peter Milczarek as CEO Manager*  
Rolf-Peter Milczarek is accepting his election.

Digital unterschrieben von Peter E.  
Klauser

'Datum: 2018.07.05 16:29:36 +02'00





insulinNG LLC.

To Attention  
Department of State  
Division of Corporations  
Clifton Building  
2661, Executive Center Circle  
Tallahassee, FL 32301

Location  
3030 N. ROCKY POINT DRIVE  
TAMPA, FL 33607

Phone  
+1 (239) 913-9136

Mail  
rpm@proinsulin-ng.com

Date  
Sep 10<sup>th</sup>, 2018

## **Ref.: InsulinNG LLC, Corporation no. L 15000131291**

To whom it may concern,

We herewith refer to the Statement of Fact, issued by Mr. DeNisco on August 13<sup>th</sup>, 2018, and signed by Mr. Christopher R. DeNisco and notarized by Notary Public A. Saunier the same day.

As far as the content of the statement refers, we do not agree and are unable to confirm, that an unauthorized filing of InsulinNG LLC took place. The Revocation of the Dissolution has been decided during a meeting, duly called on July 2<sup>nd</sup>, 2018 and held by a telephone conference on July 5<sup>th</sup>, 2018. The InsulinNG LLC was presented by 76.95 per cent of shares. Agenda of the meeting have been:

- The unauthorized "Voluntary Dissolution" of the company by Mr. Christopher R. DeNisco and Mr. Tony Rolando Rodriguez without consulting the other shareholders and therefore violating the Regulations of the Operational Agreement.
- Removal of Mr. Christopher R. DeNisco from his position as Supervisory Director, Mr. Jens Gamperl from his position as Member of the Board of Directors and Mr. Tony Rolando Rodriguez from his position as CEO.
- Reinstatement of the company.
- Appointment of Mr. Rolf-Peter Milczarek as new CEO.
- Appointment of the new Board Members.

For further details please refer to the Minutes of the duly called meeting from July 5<sup>th</sup>, 2018 (please see enclosure 1).

Based on the decision of the Revocation of Dissolution from July 5<sup>th</sup>, 2018 neither Mr. DeNisco nor Mr. Gamperl nor Mr. Rodriguez were entitled to act for the company after July 5<sup>th</sup>, 2018.



The removal of Mr. Christopher R. DeNisco from his position as Supervisory Director, the removal of Mr. Tony Rolando Rodriguez as CEO, and the removal of Mr. Jens Gamperl from the Board of Directors was indispensable because the results of first appearance and prima facie evidence, due diligence is ongoing, suggests, that these people together in cooperation with Mr. Dieter Kondek are under suspicion of fraudulent trading, misappropriation of funds and acts to the detriment of entrusted property as well as infringement of the general duty of care and extensive duty of loyalty. Also, but not limited to forging year end closing data and balance sheet(s), submission of false tax declarations and/or non-submission committed by Mr. DeNisco, Mr. Rodriguez and Mr. Kondek. All three people are citizens of the USA. Furthermore Mr. DeNisco also started a competition business against the company insulinNG LLC by using his own company Aston Medical Distribution LLC.

Messrs. Jens Gamperl, Christopher DeNisco and Dieter Kondek have been grossly negligent in their positions as managing directors respectively as member of the board against the company insulinNG LLC. This results in incomplete bookkeeping and probably incorrect financial statements that are likely to violate Florida law and the rules of the tax authorities. The new elected board will have their accounting and annual accounts audited through an independent audit. From what we know so far, the members of the board, Mr. Jens Gamperl and Mr. Christopher DeNisco, have gross negligently neglected the documented tasks in the Operation Agreement 2016. The resulting damage endangered and endangers insulinNG LLC in its existence.

It is evident, that people with such lack of dependability and reliability do not have the qualification, ability and professionalism to act as registered agent for InsulinNG LLC and/or any other company. We strongly recommend to inform the relevant prosecuting authorities to follow up on the actions of the people stated.

We request the immediate removal of Christopher R. Mr. DeNisco as registered agent for the InsulinNG LLC.

Based on the findings the following facts were discovered as incriminating the persons mentioned before:

- Missing and incomplete data and therefore incorrect minutes of the Supervisory Board and CEO.
- Missing data and deviating description within the operational agreement dated November 2015 and June 2016.
- No proof here the investment of US-Dollar 450,000.00 has been appropriated or booked, no evidence in the booking journals.
- Actual Status of Mr. Dieter Kondek regarding his appointment as member of insulinNG LLC is not available.
- Claim for the return of US-\$ 24,000.00 paid to "Moonlight LLC", a company belonging to Mrs. Anke Kondek, the wife of Mr. Dieter Kondek.
- Appointment of Mrs. Anke Kondek as CEO, arranged by Mr. Dieter Kondek, empowering her to direct access to the company's account without approval of the members and the Board.

The Board of Directors herewith strongly intervenes and objects against the self-re-installment of Mr. DeNisco as registered agent for the company. We herewith apply for immediate revocation of Mr. DeNisco





as registered agent and any other position within InsulinNG LLC and ask for the reinstatement of the registered agent Sunshine Corporate Filings LLC.

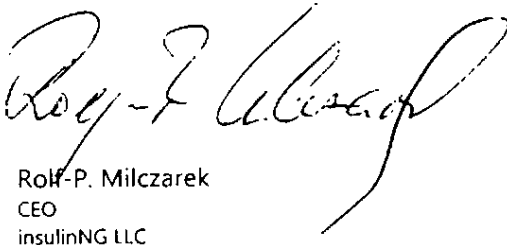
The State of Florida, represented by Sunbiz, is requested to protect the company insulinNG LLC against criminal actions of former members as indicated above and request the changes according to the documentation from August 13<sup>th</sup>, 2018 (see enclosure 1).

Please let us know if further documentation is required or information needs to be furnished.

We apply to send all documentation to the authorized CEO Mr. Rolf-Peter Milczarek and/or the insulinNG LLC's General Counsel Dr. R.C. Hoettges as per E-Mail [r.c.hoettges@white-craigs.org](mailto:r.c.hoettges@white-craigs.org). We herewith confirm that the Manager and the General Counsel are authorized to receive all related documents as well as also submit to or supply Sunbiz with all necessary documentation and informations related to the case.

Thanking you in advance for your consideration and cooperation. We remain,

Respectfully



Rolf-P. Milczarek  
CEO  
insulinNG LLC

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Enclosure 1: Protocol of Meeting July 5th, 2018

FILED  
Aug 27, 2018  
Secretary of State

## ARTICLES OF DISSOLUTION

Pursuant to section 605.0707, Florida Statutes, this Florida limited liability company submits the following Articles of Dissolution:

The name of the limited liability company as currently filed with the Florida Department of State:

INSULINNG, LLC

The document number of the limited liability company: L15000131291

The file date of the articles of organization: July 31, 2015

The effective date of the dissolution if not effective on the date of filing: August 27, 2018

A description of occurrence that resulted in the limited liability company's dissolution:

BOARD UNANIMOUSLY VOTED TO DISSOLVE THE COMPANY BECAUSE IT WAS INSOLVENT

The name and address of the person appointed to wind up the company's activities and affairs:

CHRISTOPHER R DENISCO  
12796 NW MARINER COURT  
PALM CITY, FL 34990 UN

I/we submit this document and affirm that the facts stated herein are true. I/we am/are aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.155, Florida Statutes.

Signature: CHRISTOPHER R DENISCO

Electronic Signature of authorized person

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