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G. MCLEOD

MAY 16 2008

EXAMINER



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 APR 16 PM 3:03

G. MCLEOD

MAY 16 2008

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Samco Import and Export Company Limited LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Gregory D. Cook, Esquire

(Name of Person)

FitzGerald Mayans & Cook, P.A.

(Firm/Company)

515 North Flagler Drive, Suite 900

(Address)

West Palm Beach, Florida 33401

(City/State and Zip Code)

For further information concerning this matter, please call:

Gregory D. Cook

(Name of Person)

at (561) 832-8655

(Area Code & Daytime Telephone Number)

MAILING ADDRESS:

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

STREET ADDRESS:

Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee ☒ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

XXXXXX
XXXXXX複本
DUPLICATE

表格 2
FORM 2
《商業登記條例》(第310章)
BUSINESS REGISTRATION ORDINANCE (Chapter 310)
《商業登記規例》
BUSINESS REGISTRATION REGULATIONS
商業/品牌登記證
Business/Brand Registration Certificate

業務/法團所用名稱
Name of Business/
Corporation

新康洋行有限公司
SAMCO IMPORT & EXPORT CO LTD

業務/分行名稱
Business/
Branch Name

新康洋行有限公司
SAMCO IMPORT & EXPORT CO LTD

地址
Address

FLAT/RM 501-3 5/F
LEADER COMMERCIAL BUILDING
54-56 HILLWOOD ROAD
TSIMSHATSUI KL

業務性質
Nature of Business

IMPORT & EXPORT

法律地位
Status

BODY CORPORATE

生效日期
Date of Commencement

屆滿日期
Date of Expiry

登記證號碼
Certificate No.

登記費及雜費
Fee and Levy

27/11/2007

26/11/2008

06353665-000-11-07-4

\$2,600

(登記費 FEE = \$2,000)
(雜費 LEVY = \$ 600)

請注意下列《商業登記條例》的規定 (SEE OVERLEAF FOR ENGLISH VERSION)

- 第6(5)條 規定就任何業務發出商業登記證或分行登記證，不得當作屬合以下意思：有關該業務或經營該業務的人或受僱於該業務的僱員的任何法律責任。
- 第7(2)條 規定任何經營業務人士須將該業務或分行登記證交回稅務局局長，以作廢止。
- 第8條 規定凡申請登記證的人須向稅務局局長提供有關該業務或分行的資料，以作核實。
- 第12條 規定各業務須將其有效商業登記證或分行登記證，在該業務或分行結束時，以書面通知局長。
- 第15(1)條 規定對屬犯本條例者可處以罰款或監禁，或兩者兼施。
- 第21條 規定須將收取雜費所得的全部款項撥充慈善用途。

繳款時請將此商業登記證及繳款通知書完整交出。在付款後，本繳款通知書方成為有效。此繳款通知書
PLEASE PRODUCE THIS CERTIFICATE AND DEMAND NOTE INTACT AT TIME OF PAYMENT. THIS DEMAND NOTE
WILL ONLY BECOME A VALID BUSINESS REGISTRATION CERTIFICATE UPON PAYMENT.

繳回所承登記費及雜費收訖。(請參閱背頁繳款辦法所載內容)

RECEIVED FEE AND LEVY HERE STATED IN PRINTED FIGURES. (Please see payment instructions overleaf.)

I.R.D.B. 表格第101號 (8/2007)
I.R.D.B. 101 (8/2007)

26/10/2007 813119450 \$2,600.00

「本報中文本誌開辦時」

- | | |
|------------|---|
| Sec. 8(6) | Provides that the issue of a business registration certificate shall not be deemed to imply that the requirements of any law in relation to such business or to the persons carrying on the same or employed therein has been complied with. |
| Sec. 7(2) | Requires every person carrying on business to notify the Commissioner of the non-receipt of the demand notice in writing within 1 month of the expiry of the existing certificate. |
| Sec. 6 | Where there occurs any change in the particulars of a business as set out in the form of application for registration or where a business ceases to be carried on, any person carrying on such business or any person who was carrying on such business shall within one month of such change or of the cessation notify the Commissioner in writing thereof. |
| Sec. 12 | Provides that valid business registration certificate or valid branch registration certificate shall be displayed at every address where business is carried on. |
| Sec. 15(1) | Provides penalties for offences against the Ordinance consisting of a fine of \$5,000 and imprisonment for 1 year. |
| Sec. 21 | Provides for civil all matters required as to the Protection of Wages on Insolvency Fund. |

付款說明

以下可按照以下方法付款：

1. 電子付整

你可透過電話、銀行自動櫃員機或互聯網付款。請留意你每次的扣帳日期和有關的條款及細則確保你能繳納的時間。

脫南的「戴波德」測深船號為「10」，該號船「18013」，在測深單及「18033」，空食、測深儀器兩碼是毫無疑問的，因此每來觀測時，就無從查閱船單。

但亦可在相同時刻「眼淚狂落，傷悲的無聲哭泣」，他生氣時臉上的皺紋與「新愁絲」，標誌的「淚痕」，顯而易見，使用這些小皺紋。

而欲透過網上付款，你可進入本局網頁 www.ird.gov.hk，選擇的頁
面，如「稅務資料」其他「自願選擇」付款，一項，然後選擇「付款選
項」。一 請依照在「自願選擇付款」一項下的指示，填妥有關資料後，付
款。二 從速，以免無人收單的罰則而結付。

2. 創設付託

請向支取該項本銀費用一併寄回。片港五十打總郵政44部第29015號稅務局註冊。如無郵票則否。並須填具郵票收據。

支那的加劇和所謂支那的「特種經濟政策」區域化時，請在安東特南點，作爲發射的據點，以此爲不根據地也。

3. 組織付数

你可以將回本股價市到下列數值填以假象，它將讀「易辨形」，雖然，

信成局

有關向本辦事處交還租戶同一間康政局（稅務局除外）付款，有關各區康政局的位置是辦公時間，請到香港康政局查詢 www.hongkong.gov.hk 或致電138查詢熱線 2221 2222。

商標登記號

香港聯合衛生打組 5 號防疫大樓 4 樓

報館時間：星期四、五 上午 8 時 45 分至下午 5 時

注意

- ii) 即期匯下存款或交匯票等記賬，將匯入滙款登列為借帳，視匯本匯款為“A”字，在信用匯票或匯付的範圍內發行匯款，則將匯入匯“A”字，如匯票為行在信託上發行款時，具持匯行或匯票持有戶一併匯入“A”字，將匯金歸與發行辦法。
- iii) 如以支票付款，則將票在支票背面之支票銀行簽付後記賬，才歸行款。
- iv) 如以匯單付匯或票匯付款，則將票或匯單付後記賬後歸回。
- v) 如非行應收有關費用，則將此項票或匯單根據《匯票與匯單規則》第8(1)條規定歸與收帳。
- vi) 定期匯票將票期開款日為期：每月\$390，分行67天，3年後；每月\$900，分行\$2131。
- vii) 如付給一便得款，則將票本與利息或改單記賬列為187.8083。

PAYMENT INSTRUCTIONS

The total amount due can be settled as follows:

7. Payment by electronic means

You may pay by phone, bank automated teller machines (ATM) or the Internet. Please note your personal transaction limit and the daily cut-off time of the relevant payment service provider.

The Inland Revenue Department's **226** merchant code for payment by phone is **70**. Please dial **18011** for bill registration and **18031** for payment. Please note that your Business Registration Certificate Number is different for every year. Therefore, you have to register the relevant bill before making payment.

Payment by ATM card can be made at any HSBC/Hong Kong Bank ATM with the "Bill Payment" sign, or at any JETCO ATM with the "JET PAYMENT" logo.

To make payment via the internet, you can start by visiting our web site www.ird.gov.hk. After selection of your preferred language, please select "Payment" under the "Tax Information/Other" menu. Then select "Payment Methods" and follow the instruction under the heading of "Payment via internet" to access Treasury's Homepage and make payment via the relevant linkages under the heading of "Internet Payment".

2. Payment by post

Any payment by post should be made by cheque and not in cash, should allow for sufficient mailing time, and should be accompanied by this demand note. Please send it to "Commissioner of Inland Revenue, P.O. Box 29015, Gloucester Road Post Office, Hong Kong".

The cheque should be crossed, and made payable to either "The Government of the Hong Kong Special Administrative Region" or "The Government of the HKSAR". The Business Registration Certificate Number should be written on the back of the cheque. Post-dated cheques will not be accepted.

3. Payment in person

Payment in person by cheque, cash or EPS together with this demand note can be made at the following offices:

Page 07/100

Please bring along this demand note to make payment at any post offices (except mobile post offices) throughout Hong Kong. For details of addresses and opening hours of post offices, please visit the Hongkong Post web site <www.hongkongpost.com> or call their enquiry hotline 2921 2222.

Business Registration Office

4/F., Revenue Tower, 6 Gloucester Road, Wan Chai, Hong Kong.

Shifting Hours: Monday to Friday 8:45 am to 5:00 pm

important

- i) To pay BR by electronic means, please enter the Business Registration Certificate number. However, if the number and date with the letter 'A' for telephone or bank/ATM payments, please skip the letter 'A'. For internet payments, some banks may require input of the letter 'A'. Please refer to the instructions of individual banks.
- ii) In the case of payment made by cheque, the receipt is valid only when the cheque is honoured on the first presentation to the drawee bank.
- iii) For those payments made by electronic means or by post, a receipted Business Registration Certificate will be sent to your business address after payment.
- iv) This Business Registration Certificate is **NOT** valid in accordance with section 81B of the Business Registration Ordinance until the relevant payment has been duly made.
- v) Penalty (1-year Certificate: main \$800, branch \$71; 3-year Certificate: main \$900, branch \$213) will be imposed if payment is made after the specified due date.
- vi) For further information, please visit our web site or call our information hotline 187 8088.

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Samco Import and Export Company Limited
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "LLC," or "LLC.")
Samco Import and Export Company Limited LLC
(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "LLC," "LLC")
2. Hong Kong
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FBI number, if applicable)
4. 27th November 1979
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. Rooms 501-503, 5th Floor, Leader Commercial Building, 54-56 Hillwood
Road, Kowloon, Hong Kong.
(Street Address of Principal Office)
8. If limited liability company is a manager-managed company, check here ☐
9. The name and usual business addresses of the managing members or managers are as follows:
Frank Lai of Rooms 501-503, 5th Floor, Leader Commercial Building, 54-56
Hillwood Road, Kowloon, Hong Kong.
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: sales

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Frank Lai

Typed or printed name of signer

08 APR 16 PM 3:03

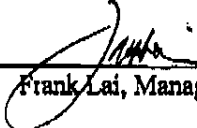
FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

CONSENT FOR ALTERNATE NAME

I, FRANK LAI, as the Manager of Samco Import and Export Company Limited, a limited liability company organized under the laws of Hong Kong, hereby consent to the use of the alternate name "Samco Import and Export Company Limited LLC" for purposes of transacting business in the State of Florida

Dated this 10th day of April, 2008

Samco Import and Export Company Limited

By: 
Frank Lai, Manager

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Samco Import and Export Company Limited

If name unavailable, the alternate name to be used in the state of Florida is:

Samco Import and Export Company Limited LLC

2. The name and the Florida street address of the registered agent and office are:

Gregory D. Cook, Esquire

(Name)

515 North Flagler Drive, Suite 900

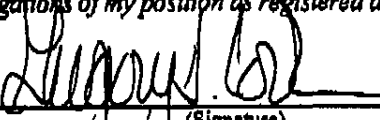
Florida Street Address (P.O. Box NOT ACCEPTABLE)

West Palm Beach, Florida 33401

FL

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.


(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)