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(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 20 2016
J. BRUCE

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: International Business Apps 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:

Lisa Ziemer

Name of Person

International Business Apps LLC.

Firm/Company

1200 Marine Way B203

Address

North Palm Beach, FL 33408

City/State and Zip Code

info@international-business-apps.com

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

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TALLAHASSEE, FLORIDA

FILED

For further information concerning this matter, please call:

Lisa Ziemer

561

7990008

at ()

Name of Contact Person

Area Code

Daytime Telephone Number

MAILING ADDRESS:

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

STREET ADDRESS:

Division of Corporations
Registration Section
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

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

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. IBA TECHNOLOGY CONSULTANTS UG, L.L.C.

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Germany

(Jurisdiction under the law of which foreign limited liability company is organized)

3. _____

(FEI number, if applicable)

4. _____
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. Hasbachstr. 11

55743 Idar-Oberstein, Germany

(Street Address of Principal Office)

6. 1200 Marine Way B203

North Palm Beach, FL 33408

(Mailing Address)

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

Name: Lisa Ziemer

Office Address: 1200 Marine Way B203

North Palm Beach

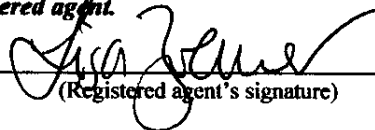
(City)

33408

(Zip code)

Registered agent's acceptance:

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 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.

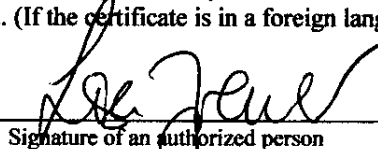

(Registered agent's signature)

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Lisa Ziemer, CEO and managing director, Hasbachstr. 11, 55743 Idar-Oberstein, Germany

Harald Bernhard Muenzel, CTO, Pfaffenacker 4, 55767 Gimbweiler, Germany

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

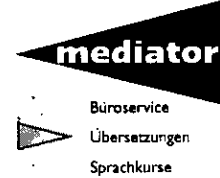
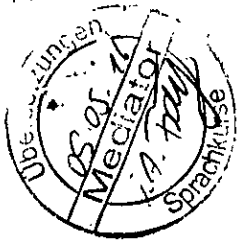

Signature of an authorized person

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any 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.

LISA ZIEMER

Typed or printed name of signee

2018 MAY 19 P 4:12
RECEIVED
DEPT OF STATE
TALLAHASSEE, FLORIDA



Hauptstrasse 70
55743 Idar-Oberstein
Phone: 06781/5077218
Fax: 06781/5077219
schreiner.petra@googlemail.com

This document is a certified true copy of an original German certificate /page 2

43349/WO

Number 349 deed role for 2016 W

Negotiated in Idar-Oberstein, the 2nd of May 2016

Beyond me, judicial council

Carl-Lothar Wolpers

notary in Idar-Oberstein

appeared, identified by identity cards:

1. Mrs. Lisa **Zi**emer, born on the 23th of March 1983, residing in D-55743 Idar-Oberstein, Hasbachstrasse 11,
2. Mr. Harald Bernhard **Münzel**, born on the 18th of January 1983, residing in 55767 Gimbweiler, Pfaffenacker 4,

and declared:

1. The appeared hereby create a company with limited liability according to § 2 sec. 1a GmbHG (*law of Ltd.*) called

IBA Technology Consultants UG ((haftungsbeschränkt /*limited liability*))

based in Idar-Oberstein.

2. Corporate purpose of the company shall be software development (web and mobile), IT consulting and marketing.
3. The company's share capital amounts to EUR 1,000.00 (one thousand) and will be assumed as followed:

Mrs. Lisa Ziemer shall receive a share with a par value of EUR 500 (five hundred) (share no 1)

Mr. Harald Münzel shall receive a share with a par value of EUR 500 (five hundred) (share no 2)

The share capital has to be paid in cash, immediately and in full.

4. As managing director of the company Lisa Ziemer, born on the 23rd of March 1983, residing in 55743 Idar-Oberstein, Hasbachstrasse 11 shall be appointed. The managing director shall be exempted from the restrictions laid down in § 181 BGB (*German civil code*).

This document is a certified true copy of an original German certificate /page 2

5. The company bears the costs relating to the foundation of the company up to a total amount of EUR 300, limited however to the amount of its share capital. Further costs will be beard by the share holders according to the par value of their business interests.
6. Each shareholder receives an original certificate, the company and the court of registration receive a certified copy (in digital form), the Inland Revenue services a copy.
7. The notary pointed out:
 - a) A company with limited liability first comes into existence upon entry in the Public Register. The person who is acting in the name of the company prior to the entry is liable personally and unlimited.
 - b) Payments of shares prior to the today's notarization cannot be used as repayment of the obligations.
 - c) The share capital has to be at the managing director's disposal – free and unrestricted – on the point of the registration of the company. They may not be used for assuming liabilities or commitments with exception of the costs for the founding of the company.
 - d) The net worth of the company assets may not be lower than the share capital on the point of registration in the Public Register. Each shareholder is obligated to provide the missing amount without restrictions of the shared capital.
 - e) The cash deposits may not be fulfilled with the compensation or off-setting of claims against the company.
 - f) Contributions in kind are not permissible. If a contribution in kind is provided instead of the agreed cash contribution, the shareholder is still liable for the payment of the share. If the company, the shareholder or people closed to the shareholders purchase items or if a claim is offset against the company, it can be considered as a hidden contribution of kind.
 - g) In case of false information given at the time of the foundation of the company or if the company is damaged willfully or due to gross negligence, all of the shareholders are liable for compensation. People given false information for the purpose of the foundation of the company may be punished by imprisonment or a fine.
 - h) The above mentioned model statute is not suitable for companies with several managing directors. E.g. the model statue do not provide a regulation for cancellation, recovery of share capital or about the limitations of free assign ability of share capital. The involved parties requested the notarization regardless.

This record was read to the appeared, authorized and signed personally as follows:

signed Lisa Ziemer

signed: Harald Münzel

signed: Wolpers, notary

Verhandelt zu Idar-Oberstein am 02. Mai 2016

Vor mir, Justizrat

C a r l - L o t h a r W o l p e r s ,

Notar in Idar-Oberstein,

erschienen, zur Person ausgewiesen durch amtliche Lichtbildausweise:

1. Frau Lisa **Z i e m e r** , geboren am 23. März 1983,
wohnhaft in 55743 Idar-Oberstein, Hasbachstraße 11,
2. Herr Harald Bernhard **M ü n z e l** , geboren am 18. Januar 1983,
wohnhaft in 55767 Gimbsweiler, Pfaffenacker 4,

und erklärten:

1. Die Erschienenen errichten hiermit nach § 2 Abs. 1a GmbHG eine Gesellschaft mit beschränkter Haftung unter der Firma

IBA Technology Consultants UG (haftungsbeschränkt)

mit dem Sitz in Idar-Oberstein.

2. Gegenstand des Unternehmens ist Software-Entwicklung (Web und Mobil), IT-Beratung und Marketing.
3. Das Stammkapital der Gesellschaft beträgt 1.000 € (i.W. eintausend Euro) und wird wie folgt übernommen:

Frau Lisa Ziemer übernimmt einen Geschäftsanteil mit einem Nennbetrag in Höhe von 500 € (i. W. fünfhundert Euro) (Geschäftsanteil Nr. 1),

Herr Harald Münzel übernimmt einen Geschäftsanteil mit einem Nennbetrag in Höhe von 500 € (i. W. fünfhundert Euro) (Geschäftsanteil Nr. 2).

Die Einlagen sind in Geld zu erbringen, und zwar sofort in voller Höhe.

4. Zur Geschäftsführerin der Gesellschaft wird Frau Lisa Ziemer, geboren am 23. März 1983, wohnhaft in 55743 Idar-Oberstein, Hasbachstraße 11, bestellt.

Die Geschäftsführerin ist von den Beschränkungen des § 181 des Bürgerlichen Gesetzbuchs befreit.

5. Die Gesellschaft trägt die mit der Gründung verbundenen Kosten bis zu einem Gesamtbetrag von 300 €, höchstens jedoch bis zum Betrag ihres Stammkapitals. Darüber hinausgehende Kosten tragen die Gesellschafter im Verhältnis der Nennbeträge ihrer Geschäftsanteile.

6. Von dieser Urkunde erhält eine Ausfertigung jeder Gesellschafter, beglaubigte Ablichtungen die Gesellschaft und das Registergericht (in elektronischer Form) sowie eine einfache Abschrift das Finanzamt –Körperschaftsteuerstelle-.

Diese mit der Urschrift übereinstimmende 2. Ausfertigung wird
hiermit

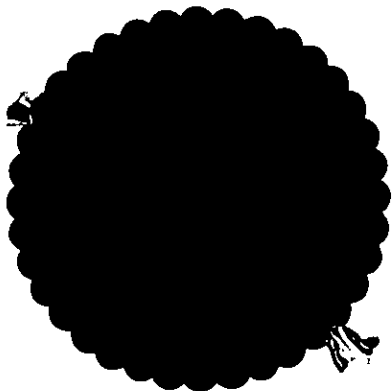
Frau Lisa **Z i e m e r** ,

geboren am 23. März 1983,

wohnhaft in 55743 Idar-Oberstein, Hasbachstraße 11,

erteilt.

Idar-Oberstein, den 2. Mai 2016




(Wolpers)
Notar