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TALLAHASSEE, FLORIDA

5/26/16 05

COVER LETTER

**TO: Registration Section
Division of Corporations**

EMBTECH HOLDINGS LIMITED LLC

SUBJECT: _____
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:

IQBAL G. MAMDANI

Name of Person

FIRST ASIAN INVESTMENTS, INC.

Firm/Company

5150 N. TAMiami TRAIL N, SUITE 200

Address

NAPLES, FLORIDA 34103

City/State and Zip Code

igm@faisawll.com

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

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

DEBORAH HERSHEY CARDER

239

263-2800

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:

EMBTech HOLDINGS LIMITED L.L.C.

1. _____
(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. MAURITIUS
(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. C/O DTOS. LTD., 10TH FLOOR, STANDARD CHARTERED TOWER
19 CYBERCITY, EBENE
(Street Address of Principal Office)

6. REPUBLIC OF MAURITIUS
(Mailing Address)

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

Name: IQBAL G. MAMDANI
Office Address: 5150 TAMiami TRAIL N, SUITE 200
NAPLES, _____, Florida 34103
(City) (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:

DEBORAH HERSHEY CARDER, EXECUTIVE ASSISTANT TO IQBAL G. MAMDANI

FIRST ASIAN INVESTMENT INC., 5150 TAMiami TRAIL N, SUITE 200

NAPLES, FLORIDA 34103

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.

IQBAL G. MAMDANI

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Company No. C20438
C1/GBC



Republic of Mauritius

CERTIFICATE OF CURRENT STANDING

Issued under section 346 of the

COMPANIES ACT 2001

(Act No. 15 of 2001)

EMBTech HOLDINGS LIMITED

on the 26th day of

This is to certify that:

1. The above company was duly incorporated under the provisions of the Companies Act 2001 on the 26th day of June 1998 as a Category 1 Global Business Company.
2. The name of the company is still on the Register of Companies.
3. According to records kept at this office:-
 - (a) The Company has not submitted to the Registrar any Articles of Merger/Consolidation/Arrangement that have not yet become effective.
 - (b) The Company has submitted its annual return and any other documents required to be filed under section 223.*
 - (c) The Company has paid all fees, licence fees due and payable.
 - (d) The Company is not in receivership.
 - (e) The Company is not in administration.
 - (f) The Company is not in process of being wound up and dissolved.
 - (g) The office of the Registrar has not initiated any proceedings to remove the company from the Register.

*not applicable to Global Business Companies

This 23rd day of March 2016

Given under my HAND and SEAL in Port Louis, Mauritius



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Licence No: OC98004605

Code: FS-4.1

**Financial Services Commission
GLOBAL BUSINESS LICENCE
(CATEGORY 1)**

This is to certify that,

EMBTech HOLDINGS LIMITED

holds a Category 1 Global Business Licence pursuant to Section 72(6) of the Financial Services Act with effect from 11th September 1998 subject to the conditions set out at the reverse hereof.

This licence shall remain valid unless suspended or revoked pursuant to Section 74(6) and Section 74(5) of the Financial Services Act respectively. The licence may lapse pursuant to Section 74(2) of the Financial Services Act and rule 14 of the Financial Services (Consolidated Licensing and Fees) Rules 2008*.

This 30th day of June 2009

FSC House
54, Ebene Cybercity
Ebene
Republic of Mauritius

P.K. Kuriachen

Issued on behalf of the Financial Services Commission
under the authority of the Chief Executive

REPUBLIC OF MAURITIUS
FINANCIAL SERVICES COMMISSION

MAY 26 AM 10:26

* The validity of the licence is subject to a receipt issued by the Financial Services Commission acknowledging payment of the licence fee for the current financial year, starting 1st July.

CONDITIONS:

1. EMBTECH HOLDINGS LIMITED (the "Company") shall not conduct business other than that which is consistent with its stated purpose which is to engage in investment holding activities.
2. The Company shall only conduct such business or activity, being business or activity permissible under the laws of Mauritius and those of the jurisdiction where the business or activity is being carried out. Where such business requires any licence, authorisation, permission or consent (however described), the business shall not be undertaken until such has been obtained.
3. The Company shall forthwith notify the Commission of any material change in its purpose and/ or working principle.
4. (a) Where in the usual course of business, a director or manager or senior officer is asked to resign or is removed, the Licensee shall forthwith inform the Commission of the resignation/removal and shall include a description of the circumstances surrounding such request for resignation and removal.
(b) The Company shall at the request of the Commission remove a director or a manager or senior officer from office, if, those persons are not, in the opinion of the Commission, fit and proper.
5. (a) When delegating or outsourcing any function, the Company shall ensure that the delegate is competent, capable and fit.
(b) The Company shall not be discharged from its responsibilities upon any delegation or outsourcing arrangement.
(c) Notwithstanding any delegation or outsourcing agreement, all books and records of the service/transaction delegated or outsourced shall be made available for inspection by the Commission at the latter's request even though the books and records are kept at the delegate's office.
6. The Company shall at all times have a Management Company as Secretary.
7. The Company shall forthwith notify the Commission whenever a resolution for winding up is made or upon receipt of a petition for winding up.
8. (a) The Company shall forthwith notify the Commission whenever a person becomes the holder of 20% or more of the Company's shares or its voting powers whether directly or indirectly.
(b) Where the Commission is not satisfied that a shareholder exercising control is fit and proper, it may direct the shareholder to dispose of his shareholding and with immediate effect not to exercise his voting rights.

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