M17000005586

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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D BRUCE
AUG 03 2017

InnovaGel

InnovaGel Softgel LLC
14193 SW 119 Avenue
Miami, FL. 33186
T: 786-345-5500
F: 786-345-5535

July 28, 2017

Reference:
K.D. Pharma Bexbach LLC.
Number: W17000059159
Letter Number: 117A00014519

To Whom It May Concern,

We have received your letter number 117A00014519 and enclosed please find check no.3873 for amount of $160.00.

Thank you,

Sincerely,

Jacqueline Martinez
Jacqui.martinez@innovagel.com
Buyer
T: 786-345-5518

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27. JULI 2017

FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 18, 2017

CHRISTINE KRUMBHOLZ
K.D. PHARMA BEXBACH GMBH
AM KRAFTWERK 6
66450 BEXBACH/ GERMANY,

SUBJECT: K.D. PHARMA BEXBACH L.L.C.
Ref. Number: W17000059159

We have received your document for K.D. PHARMA BEXBACH L.L.C. and your check(s) totaling $160.00. However, the document has not been filed and is being retained in this office for the following:

Office policy prevents this office from processing the enclosed check(s). All checks processed by this office must be payable in U.S. dollars and drawn on a bank located in the United States.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

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Deborah Bruce
Regulatory Specialist III

Letter Number: 117A00014519

BGL
BNP PARIBAS

Payez contre ce chèque la somme de / Zahlen Sie gegen diesen Scheck die Summe von
Pay against this check the amount of
160.00 €

en toutes lettres / in Buchstaben / in letters
ONE HUNDRED SIXTY US Dollar

à / an / to FLORIDA DEPARTMENT
OF STATE

K.D. PHARMA BEXBACH GMBH

COMPTE EUR

Dev / Währg / Currency: USD
Montant / Betrag / Amount: 160.00

Bexbach
Lieu / Ort / Place

July 10, 2017
Date / Datum

Signature / Unterschrift

727196

Compte N°

Chèque N°

IBAN LU52 ...

Laisser cette partie en blanc / Dieses Feld nicht beschriften und nicht bestempeln / no writing or stamping in this space

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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: K.D. Pharma Bexbach L.L.C.
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:

Christine Krumbholz
Name of Person

K.D. Pharma Bexbach Gmbh
Firm/Company

Am Kraftwerk 6
Address

66450 Bexbach/ Germany
City/State and Zip Code

ckrumbholz@kd-pharma.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:

Christine Krumbholz at (+49) (0) 6826 - 97970-20
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. K.D. Pharma Bexbach 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. Trade Register Saarbrücken, Germany
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 3002655525
(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. Am Kraftwerk 6
(Street Address of Principal Office)
66450 Bexbach
Germany

6. Am Kraftwerk 6
(Mailing Address)
66450 Bexbach
Germany

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TALLAHASSEE, FLORIDA

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

Name: Innova Softgel LLC (Business name: DBA InnovaGel)

Office Address: 14193 SW 119th Avenue

Miami, Florida FL 33186
(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.

LUIS LAFENT [signature]
(Registered agent's signature)

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

Title or Capacity:	Name and Address:	Title or Capacity:	Name and Address:
CEO	Oscar Groet Am Kraftwerk 6 66450 Bexbach	CTO	Mark Schürmann Am Kraftwerk 6 66450 Bexbach

(Use attachments if necessary)

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)

C. Krumbholz [signature]
Signature of an authorized person

10. 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.

M. SCHÜRMANN [signature]
Typed or printed name of signee

Claudia Heinsonn
Stefan-George-Ring 58
8192? München

Beglaubigte Übersetzung aus der deutschen Sprache /

Certified Translation from the German language

of an entry from the German Commercial Register B

of K.D. Pharma Bexbach GmbH,

issued by the Local Court of Saarbruecken (Germany)

[Start of translation, Page 1/2]

Commercial Register B of the Local Court of Saarbruecken	Division B Reproduction of the current registry content Request from .:0123456789	Company Number: **HRB 2991**
Print	Page 1 of 2	

1. **Number of entries so far:**

   6

2. **a) Company name:**

   K.D. Pharma Bexbach Gesellschaft mit beschränkter Haftung *[German GmbH]*

   b) Main office, subsidiary, domestic company address, authorized recipient, branch offices:

   Bexbach

   Company address: Am Kraftwerk 6, 66450 Bexbach *[Germany]*

   c) Object of the enterprise:

   Production, also as custom production, sales and trade of pharmaceutical and cosmetic basic materials and specialties, chemical products and related articles.

3. **Nominal capital and share capital:**

   274,000.00 EUR

4. **a) General provision(s) on representation:**

   If a sole general manager is appointed, this manager holds sole power of representation. If several general managers are appointed, the company is either represented jointly by two general managers or or by a general manager in consort with an authorized officer.

   b) Managing board, board of directors, executive directors, personally liable shareholders, general managers, authorized representatives and special power of representation:

   Authorized to undertake legal transactions in the name of the company with itself in his own name or as a representative of a third party:
   General Manager: Groet, Oscar, Collina D'ora/Switzerland, *February 9, 1968

5. **Power of attorney:**

   Joint procuration together with a general manager or another authorized officer:
   Dr. Lembke, Peter, Gersheim *[Germany]*, *November 2, 1962
   Rohe, Thomas, St. Ingbert *[Germany]*, *February 3, 1969
   Schurmann, Mark, Speyer *[Germany]*, *June 12, 1964

6. **a) Legal form, start, statutes or partnership agreement:**

   Company with limited liability *[German GmbH]*
   Partnership agreement of March 29, 1989
   Last amended by decision of April 26, 2013

   b) Other legal relationships:
   [End of translation, page 1/2]

[Start of translation, page 2/2]

Commercial Register B of the Local Court of Saarbruecken	Division B Reproduction of the current registry content Request from .:0123456789	Company Number: **HRB 2991**
Print	Page 2 of 2	

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7. **a) Day of last entry:**

March 26, 2015

[Rest of page is empty]

[End of translation, page 2/2]

Translator's remarks:
All particulars given in italics and enclosed in square brackets were added by the translator to reflect the respective meaning of the original document, e.g. in relation to signatures, country-specific terminology, official stamps etc.

Als in Bayern öffentlich bestellte und allgemein beeidigte Übersetzerin für die englische Sprache (Landgericht München I) bestätige ich:

Vorstehende Übersetzung des deutschen Handelsregisterauszugs der K.D. Pharma Bexbach GmbH, ausgestellt vom Amtsgericht Saarbrücken (Deutschland), aus der deutschen Sprache ist richtig und vollständig. Eine Kopie des Dokuments ist an die Übersetzung angeheftet. Die Übersetzung bezieht sich auf eine per E-Mail zugesandte Datei.

In my capacity as a sworn translator for the English language, duly sworn and appointed in Bavaria by the President of the Regional Court Muenchen I, I hereby **certify the foregoing translation from German of an entry in the German Commercial Register B of K. D. Pharma Bexbach GmbH, issued by the Local Court of Saarbruecken (Germany), to be true and complete**. A photocopy of the document is attached. The translation is based on a file which I received via email.

Munich, May 23, 2017

Öffentlich bestellte und beeidigte Übersetzerin für die englische Sprache
Claudia Heinsonn
Stefan-George-Ring 58
81929 München

Claudia Heinsonn, M.A.
Stefan-George-Ring 58
D-81929 Muenchen
Federal Republic of Germany

Phone: +49-(0)89-9301139
Email: translations@heinsonn.com

Handelsregister B des Amtsgerichts Saarbrücken	Abteilung B Wiedergabe des aktuellen Registerinhalts Abruf vom .:0123456789	Nummer der Firma: **HRB 2991**
Ausdruck	Seite 1 von 2	

1. **Anzahl der bisherigen Eintragungen:**

   6

2. **a) Firma:**

   K.D. Pharma Bexbach Gesellschaft mit beschränkter Haftung

   b) Sitz, Niederlassung, Geschäftsanschrift, Empfangsberechtigte, Zweigniederlassungen:

   Bexbach
   Geschäftsanschrift: Am Kraftwerk 6, 66450 Bexbach

   c) Gegenstand des Unternehmens:

   Herstellung, auch in Auftragsproduktion, der Vertrieb von und der Handel mit pharmazeutischen und kosmetischen Grundstoffen und Spezialitäten, Chemikalien und artverwandter Artikel.

3. **Grund- oder Stammkapital:**

   274.000,00 EUR

4. **a) Allgemeine Vertretungsregelung:**

   Ist nur ein Geschäftsführer bestellt, so vertritt er die Gesellschaft allein. Sind mehrere Geschäftsführer bestellt, so wird die Gesellschaft durch zwei Geschäftsführer oder durch einen Geschäftsführer gemeinsam mit einem Prokuristen vertreten.

   b) Vorstand, Leitungsorgan, geschäftsführende Direktoren, persönlich haftende Gesellschafter, Geschäftsführer, Vertretungsberechtigte und besondere Vertretungsbefugnis:

   Mit der Befugnis im Namen der Gesellschaft mit sich als Vertreter eines Dritten Rechtsgeschäfte abzuschließen:
   Geschäftsführer: Groet, Oscar, Collina D'ora/Schweiz, *09.02.1968

i. **Prokura:**

   Gesamtprokura gemeinsam mit einem Geschäftsführer oder einem anderen Prokuristen:
   Dr. Lembke, Peter, Gersheim, *02.11.1962
   Rohe, Thomas, St. Ingbert, *03.02.1969
   Schurmann, Mark, Speyer, *12.06.1964

. **a) Rechtsform, Beginn, Satzung oder Gesellschaftsvertrag:**

   Gesellschaft mit beschränkter Haftung
   Gesellschaftsvertrag vom 29.03.1989
   Zuletzt geändert durch Beschluss vom 26.04.2013

—

7. **a) Tag der letzten Eintragung:**

26.03.2015