

M17000056586

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

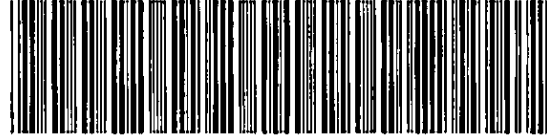
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000301346050

08/01/17--01027--004 **160.00

FILED

2017 AUG -2 P 3:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FILED
2017 AUG -2 P 3:01
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Fl00022



27 JUL 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). 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 of your filing will be considered abandoned.

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

Deborah Bruce
Regulatory Specialist III

Letter Number: 117A00014519

FILED
2017 AUG -2 P 3:01
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



BGL
BNP PARIBAS

Payer 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

to / an / to FLORIDA DEPARTMENT

OF STATE

K.D. PHARMA BEXBACH GMBH

COM-TE BUS 6770187050

Den / Writing
Currency USD
Montant / Betrag / Amount 160.00 \$

Bexbach
Lieu / Ort / Place

July 20, 2017
Date / Datum

Signature / Unterschrift

RECEIVED

2017 JUL 31 PM 2:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

727196

Cancel

Check #

CIBAN LU52 1051 8906 41 9 10000

117

175715600207

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

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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)

2017 AUG - 2 PM 3:01
SECRETARY OF
TALLAHASSEE, FLORIDA

FILED

For further information concerning this matter, please call:

Christine Krumbholz

Name of Contact Person

at (+49)

Area Code

(0) 6826 - 97970-20

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 605.0602, 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

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

(City)

Florida FL 33186

(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 LAFCNT

(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

CTO

Mark Schürmann

Am Kraftwerk 6

66450 Bexbach

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)

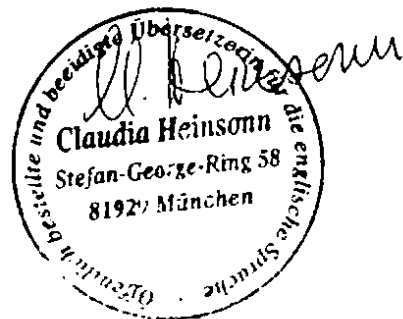
C. Krumbholz

Signature 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

Typed or printed name of signer



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 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

Schumann, 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	

7. a) Day of last entry:

March 26, 2015

[Rest of page is empty]

[End of translation, page 2/2]

Translator's remarks:

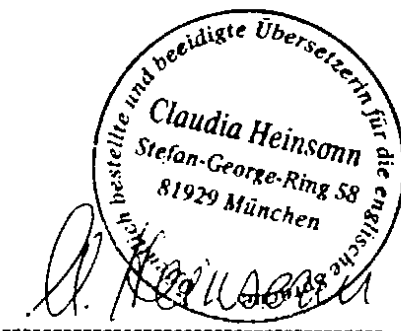
All particulars given in italics and enclosed in square brackets were added by the translator to reflect the respective meaning of the original document, e.g. in relation to signatures, country-specific terminology, official stamps etc.

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

Vorstehende Übersetzung des deutschen Handelsregistrauszugs 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



Circular official stamp of Claudia Heinsonn, sworn translator for the English language. The stamp contains the text: "öffentlich bestellte und beeidigte Übersetzerin für die englische Sprache", "Claudia Heinsonn", "Stefan-George-Ring 58", "81929 München". A handwritten signature is written over the stamp.

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

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

7. a) Tag der letzten Eintragung:

26.03.2015