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COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Realsan Group, s.r.o, a Czech Republic Limited Liability Company

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:

Thomas Streda

Name of Person

Consumers First Title Company, Inc.

Firm/Company

3111 N University Dr, 901

Address

Coral Springs, FL 33065

City/State and Zip Code

tstreda@cfitleco.com

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

For further information concerning this matter, please call:

Thomas Streda

954

650-1810

Name of Contact Person

at (_____) _____

Area Code

Daytime Telephone Number

Mailing Address:

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

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

☐ \$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. Realsan Group, s.r.o, a Czech Republic Limited Liability Company
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

Realsan Group, s.r.o, LLC, a Czech Republic Limited Liability Company

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

3. _____
(FEI number, if applicable)

4. 11/02/2023
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0903, F.S. to determine penalty liability)

5. 142 SE 30th Terrace
(Street Address of Principal Office)

6. 142 SE 30th Terrace
(Mailing Address)

Cape Coral, FL 33904

Cape Coral, FL 33904

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

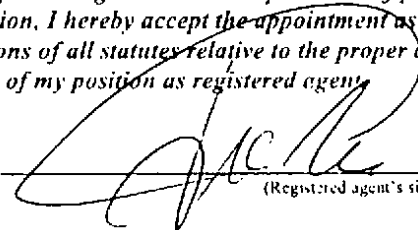
Name: Petr Celis

Office Address: 142 SE 30th Terrace

Cape Coral, Florida 33904
(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)

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CLERK OF THE COURT
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CLERK OF THE COURT

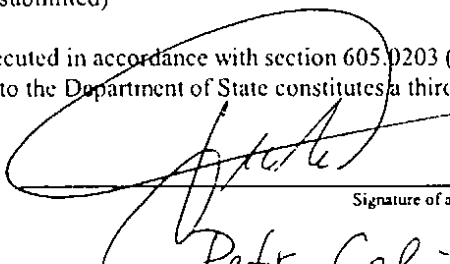
8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

<u>Title or Capacity:</u>	<u>Name and Address:</u>	<u>Title or Capacity:</u>	<u>Name and Address:</u>
☒ Manager	Name: Petr Celis	☐ Manager	Name: _____
☒ Member	Address: 142 SE 30th Terrace	☐ Member	Address: _____
☐ Authorized	Cape Coral, FL 33904	☐ Authorized	_____
Person	_____	Person	_____
☐ Other _____	☐ Other _____	☐ Other _____	☐ Other _____
 ☐ Manager	Name: _____	 ☐ Manager	Name: _____
☐ Member	Address: _____	☐ Member	Address: _____
☐ Authorized	_____	☐ Authorized	_____
Person	_____	Person	_____
☐ Other _____	☐ Other _____	☐ Other _____	☐ Other _____
 ☐ Manager	Name: _____	 ☐ Manager	Name: _____
☐ Member	Address: _____	☐ Member	Address: _____
☐ Authorized	_____	☐ Authorized	_____
Person	_____	Person	_____
☐ Other _____	☐ Other _____	☐ Other _____	☐ Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

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)

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.



Signature of an authorized person

Petr Celis

Typed or printed name of signee



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Attached are the instructions to register a foreign limited liability company to transact business in Florida. The requirements are as follows:

Pursuant to s. 605.0902, Florida Statutes, the attached application must be completed in its entirety.

The foreign limited liability company **must** submit 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.

- The name of a limited liability company must be distinguishable on the records of the Florida Department of State. If the name of your limited liability company is not distinguishable on our records, you must adopt an alternative name to use in the state of Florida.
- The name of a limited liability company in the state of Florida must contain the words "Limited Liability Company," The abbreviation "L.L.C.," or the designation "LLC."

A preliminary search for name availability can be made on the Internet through the Division's records at www.sunbiz.org. Preliminary name searches and name reservations are no longer available from the Division of Corporations. You are responsible for any name infringement that may result from your name selection.

The fees to register are as follows:

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

➤ **Important Information About the Requirement to File an Annual Report**

All Foreign Limited Liability Companies must file an Annual Report yearly to maintain "active" status. The first report is due in the year following formation. The report must be filed electronically online between January 1st and May 1st. The fee for the annual report is \$138.75. After May 1st a \$400 late fee is added to the annual report filing fee. "Annual Report Reminder Notices" are sent to the e-mail address you provide us when you submit this document for filing. To file any time after January 1st, go to our website at www.sunbiz.org. There is no provision to waive the late fee. Be sure to file before May 1st.

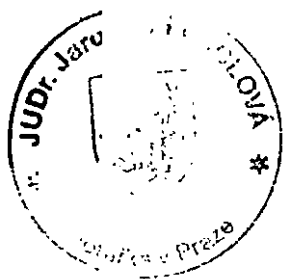
A letter of acknowledgment will be issued free of charge upon registration. Please submit one check made payable to the Florida Department of State for the total amount of the filing fee and any optional certificate or copy.

A COVER letter should be submitted along with the application, certificate, and check. The mailing address and courier address are noted below.

Any further inquiries concerning this matter should be directed to the Registration Section by calling (850) 245-6051.

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

Street Address:
Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303



Výpis

z obchodního rejstříku, vedeného
Krajským soudem v Ústí nad Labem
oddíl C, vložka 50195

Datum vzniku a zápisu:	16. června 2009
Spisová značka:	C 50195 vedená u Krajského soudu v Ústí nad Labem
Obchodní firma:	Realsan Group s.r.o.
Sídlo:	Mrštíkova 399/2a, Liberec III-Jeřáb, 460 07 Liberec
Identifikační číslo:	287 01 062
Právní forma:	Společnost s ručením omezeným
Předmět podnikání:	

Výroba, obchod a služby neuvedené v přílohách 1 až 3 živnostenského zákona s obory činností náležejících do živnosti volné:

- Výroba plastových a pryžových výrobků
- Výroba stavebních hmot, porcelánových, keramických a sádrových výrobků
- Výroba kovových konstrukcí a kovodělných výrobků
- Výroba strojů a zařízení
- Přípravné a dokončovací stavební práce, specializované stavební činnosti
- Zprostředkování obchodu a služeb
- Velkoobchod a maloobchod
- Poskytování software, poradenství v oblasti informačních technologií, zpracování dat, hostingové a související činnosti a webové portály
- Nákup, prodej, správa a údržba nemovitostí
- Pronájem a půjčování věcí movitých
- Poradenská a konzultační činnost, zpracování odborných studií a posudků
- Příprava a vypracování technických návrhů, grafické a kresličské práce
- Výzkum a vývoj v oblasti přírodních a technických věd nebo společenských věd
- Testování, měření, analýzy a kontroly
- Reklamní činnost, marketing, mediální zastoupení
- Služby v oblasti administrativní správy a služby organizačně hospodářské povahy
- Provozování cestovní agentury a průvodcovská činnost v oblasti cestovního ruchu
- Mimoškolní výchova a vzdělávání, pořádání kurzů, školení, včetně lektorské činnosti
- Provozování tělovýchovných a sportovních zařízení a organizování sportovní činnosti
- Poskytování technických služeb

Statutární orgán - představenstvo:

jednatel:

Ing. PETR ČELIŠ, dat. nar. 28. června 1962
Hroznová 699/13, Liberec XIV-Ruprechtice, 460 14 Liberec
Den vzniku funkce: 1. března 2023

Počet členů:

1

Způsob jednání:

Za společnost jednají vůči třetím osobám, před soudy a před jinými orgány ve všech záležitostech týkajících se společnosti jednatelé, a to každý jednatel samostatně.

Společníci:

Společník:

Ing. PETR ČELIŠ, dat. nar. 28. června 1962
Hroznová 699/13, Liberec XIV-Ruprechtice, 460 14 Liberec

Podíl: Vklad: 3 000 000,- Kč
Splaceno: 100%
Obchodní podíl: 100%

Základní kapitál: 3 000 000,- Kč

Ostatní skutečnosti:

Obchodní korporace se podřídila zákonu jako celku postupem podle § 777 odst. 5 zákona č. 90/2012 Sb., o obchodních společnostech a družstvech.

Na základě projektu rozdělení odštěpením, který byl vyhotoven dne 10.11.2022 členem představenstva společnosti Realsan Group, SE, IČO 28701062, se sídlem Pálkova 1416/2, Liberec I-Staré Město, 460 01 Liberec, který byl schválen rozhodnutím jediného akcionáře dne 19.12.2022, došlo k rozdělení společnosti Realsan Group, SE odštěpením se vznikem jedné nové obchodní společnosti, když vyčleněná část jmění rozdělované společnosti Realsan Group, SE, kterou tvoří majetek určený v projektu rozdělení, se za podmínek blíže specifikovaných v projektu rozdělení odštěpila z rozdělované společnosti a přešla na nově vznikající nástupnickou společnost Domver s.r.o., IČO 17868106, se sídlem Na Manínách 1424/23, Holešovice, 170 00 Praha 7.

Společnost Realsan Group, SE, IČO 28701062, se sídlem Pálkova 1416/2, Liberec I-Staré Město, 460 01 Liberec, změnila svou právní formu z evropské společnosti na společnost s ručením omezeným, když tato změna právní formy byla provedena na základě projektu změny právní formy vyhotoveného ke dni 14.11.2022 a schváleného rozhodnutím jediného akcionáře dne 27.02.2023.

(round stamp with Czech national emblem: JUDr. Jaroslava VOČLOVÁ, Notary in Prague, -1-)

Excerpt

from the Commercial Register kept by
Regional Court in Ústí nad Labem
section C, insert 50195
(Certificate of Incorporation)

Founded & registered:	16 June 2009
File number:	C 50195 kept by Regional Court in Ústí nad Labem
Business name:	Realsan Group s.r.o.
Registered office:	Mrštíkova 399/2a, Liberec III-Jeřáb, 460 07 Liberec
Company No.:	287 01 062
Legal form:	Limited Liability Company
Object of business:	Production, trade, and services not listed in appendices 1 through 3 of the Trade Licensing Act with objects of activity under the category of unqualified: - Manufacture of plastic and rubber products - Manufacture of construction materials, porcelain, ceramic, and plaster products - Manufacture of metal structures and metalwork products - Manufacture of machines and devices - Preparatory and finishing construction work, specialised construction activities - Mediation of trade and services - Wholesale and retail - Provision of software, IT consulting, data processing, hosting and related services, and websites - Purchase, sale, management, and maintenance of real estate property - Lease and rental of movable assets - Advisory and consultation activities, production of expert studies and opinions - Preparation and production of technical designs, graphic and drawing works - Research and development in the field of natural and technical or social sciences - Testing, measuring, analysing, and inspections - Advertising, marketing, media representation - Services in the field of administrative management and services of organisational nature - Tourism agency operation and guiding activities in tourism - Extracurricular upbringing and education, holding courses, trainings, including lecturing - Operation of PE and sports facilities and organising sports activities - Provision of technical services
Governing Body – Board of Directors:	
Managing Director:	Ing. PETR ČELIŠ, date of birth 28 June 1962 Hroznová 699/13, Liberec XIV-Ruprechtice, 460 14 Liberec Date of office commencement: 1 March 2023
Members:	1
Course of action:	With third parties, before course and other authorities, the Managing Directors act on behalf of the company in all matters, each acting individually.
Members:	
Member:	Ing. PETR ČELIŠ, date of birth 28 June 1962 Hroznová 699/13, Liberec XIV-Ruprechtice, 460 14 Liberec

(round stamp with Czech national emblem: JUDr. Jaroslava VOCLOVÁ, Notary in Prague, -1-)

Public Register – Excerpt of Valid Data

This is to certify under serial number **V 732/2023** that this instrument produced by conversion of an output from the public administration information system in electronic format into paper format consisting of **2** sheets corresponds literally to the content of the output from the public administration information system in electronic format.

Certified by: **JUDr. Jaroslava Voclová**

Given in Prague on 11 July 2023

Signature *(handwritten signature)*

(round stamp with Czech national emblem: JUDr. Jaroslava VOCLOVÁ, Notary in Prague, -1-)

APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Czech Republic

This public document

2. has been signed by **JUDr. Jaroslava Voclová**

3. acting in capacity of **Notary Public**

4. bears the seal/stamp of **JUDr. Jaroslava Voclová, Notary Public in Prague**

CERTIFIED

5. In Prague

6. date: July 12, 2023

7. Notarial Chamber of the Czech Republic

8. No. 3Y5RFX

9. duty stamp/stamp:
NOTARIAL CHAMBER
OF THE CZECH REPUBLIC

10. Signature: Ing. Kateřina Kosobudová
signature illegible

PŘEKLADATELSKÁ DOLOŽKA / SWORN TRANSLATOR CLAUSE / اشعار المترجم

Já, **Adam Homsí**, IČO: 71084428, soudní tlumočník a překladatel jazyka českého, anglického a arabského, zapsaný v seznamu soudních tlumočnicků a překladatelů vedeném Ministerstvem spravedlnosti ČR, tímto stvrzuji, že jsem osobně provedl úplný/částečný překlad připojené listiny, a že tento překlad souhlasí s textem předmětné listiny. Při provádění překladu nebyl přibrán konzultant.

I, **Adam Homsí**, reg. license No. 71084428, a sworn translator of Arabic, Czech and English languages, registered in the list of court interpreters and translators of the Ministry of Justice of the Czech Republic, performed a complete/partial translation of the attached document and that it is translated verbatim from the document in question. No consultant was recruited during the translation.

أنا، **آدم حمصي**، ترجمان محلف، رقم الرخصة التجارية 71084428، مسجل في قائمة المترجمين الفوريين والقانونيين المسجلة في وزارة العدل التشيكية، أشهد أن هذه الترجمة ترجمة كاملة/جزئية تتوافق مع النص الأصلي في الوثيقة المرفقة. لم يتم تعيين أي استشاري أثناء الترجمة. سجلت الترجمة في دفتر الترجمات المعتمدة تحت رقم:

Tento úkon je zapsán v evidenci úkonů pod číslem položky/This translation is listed in the translation log-book under the ordinal No. 065879/2023

Dne (date) 12.07.2023

بتاريخ

Adam Homsí

