REPUBLIC OF THE MARSHALL ISLANDS

CONFIDENTIAL

C.M. 153 (2018)

FOR ACTION
Ministry of Justice, Immigration and Labor

FOR INFORMATION
All Ministers

SUBJECT: **Proposal to Update the *Republic of the Marshall Islands Corporate Regulations 1995.***

At its meeting on July 26, 2018, the Cabinet:

1) **approved** the attached draft *Update Republic of the Marshall Islands Corporate Regulations 1995* as *Republic of the Marshall Islands Corporate Regulations 1995, Amended* (Regulations); and
2) **authorized** the Republic of the Marshall Islands Registrar for Resident Domestic Corporations, to promulgate these Regulations pursuant to section 129.5 of the *Associations Law*, 52 MIRC Part I.

Aminenta Matthew
Acting President

Earlie C. Bing
Clerk of the Cabinet

[Reference – C.P. 7943 (2018)]
Signed by the Acting President on July 27, 2018.

REPUBLIC OF THE MARSHALL ISLANDS CORPORATE REGULATIONS 1995, AMENDED
Title 52, Marshall Islands Associations Law

PART I – AUTHORITY, PURPOSE, AND DEFINITIONS

Section 1. Authority.

The Republic of the Marshall Islands Corporate Regulations 1995, Amended (the "Regulations") are made and promulgated by the Registrar of Corporations responsible for resident domestic entities and authorized foreign entities (the "Registrar"), with the approval of the Attorney General and the Cabinet, pursuant to the Associations Law, 52 MIRC Part I, Section 129.5.

Section 2. Citation.

These Regulations may be cited as the "Republic of the Marshall Islands Corporate Regulations 1995, Amended," and shall come into effect thirty (30) days after their approval by the Attorney General and the Cabinet.

Section 3. Application.

a) These Regulations shall apply only to legal entities established under the Associations Law, and to legal entities which, pursuant to section 3(1) of the Business Corporations Act, have elected or opted, or shall elect or opt, to be governed by the Associations Law and are registered with the Registrar.

b) Subject to subsection (a) above, these Regulations shall not apply to legal entities established under the prior corporate law (Corporations, Partnerships and Associations Act, 18 MIRC, Chapter 1) and in existence prior to the effective date of the Associations Law, or to non-resident domestic corporations, partnerships, limited partnerships, limited liability companies, or foreign maritime entities registered with the Registrar established for those entities pursuant to section 4 of the Business Corporations Act.

c) Non-profit corporations established after the effective date of the Associations Law, but before the original 1995 effective date of these Regulations, may continue to operate under the prior corporate law and regulations made thereunder, until such corporations opt to be governed by the Associations Law and these Regulations.

Section 4. Purpose.

These Regulations are intended to prescribe fees and other matters that are required to be prescribed pursuant to the Associations Law, and to facilitate the administration of, and otherwise give better effect to, the Associations Law.

Section 5. Definitions.

Words and expressions used in the Association Law that are also used in these Regulations shall have the meanings respectively assigned to them in the Associations Law.

PART II – RESIDENT DOMESTIC AND AUTHORIZED FOREIGN CORPORATIONS

Section 1. Fees.

The fees specified in Schedule 1 of these Regulations are hereby prescribed in respect of the matters set out in relation to each such fee in Schedule 1.

Section 2. Reserved names.

a) The exclusive right to the use of a specified corporate name may be reserved by:
   i. Any person intending to organize a resident domestic corporation under the Business Corporations Act;
   ii. Any resident domestic corporation intending to change its name;
   iii. Any foreign corporation intending to submit an application for authority to do business in the Republic;
   iv. Any foreign corporation authorized to do business in the Republic and intending to change its name; and
   v. Any person intending to organize a foreign corporation and intending to have such corporation submit an application for authority to do business in the Republic.

b) The name reservation shall be made by filing with the Registrar an application to reserve a specified corporate name, executed by the applicant. The application shall be accompanied by evidence or proof of payment of the applicable prescribed fee. If the Registrar finds that the name is available for corporate use, and is satisfied that the prescribed fee has been paid, the Registrar shall reserve the name for the exclusive use of the applicant for a period of 120 days.

c) The right to the exclusive use of a specified corporate name so reserved may be transferred to any other person or corporation by filing in the office of the Registrar a notice of such transfer, executed by the applicant for whom the name was so reserved, and specifying the name and address of the transferee.

Section 3. Annual Corporate Report.

a) Each resident domestic corporation and each authorized foreign corporation shall file, within the time specified in Part II, Section 4 of these Regulations, an Annual Corporate Report setting forth, among other things:
   i. The name of the corporation and, if an authorized foreign corporation, the country under the laws of which it was incorporated;
   ii. The address of the registered office of the corporation in the, the name and address of the corporation's registered agent in the Republic, and in the case of an authorized foreign corporation, the address of its principal office in the country under the laws of which it was incorporated;
   iii. A brief statement of the nature or type of business which the resident domestic or authorized foreign corporation is conducting in the Republic; and
   iv. The names and respective addresses of the directors and officers of the resident domestic or authorized foreign corporation.
b) The Annual Corporate Report shall be made on the form set out in Schedule 2 of these Regulations and the information therein contained shall be given as of the date of execution of the Annual Corporate Report.
c) The Annual Corporate Report shall be executed on behalf of the resident domestic or authorized foreign corporation by its president, a vice president, secretary, or treasurer or, if the corporation is in the hands of a receiver or trustee, by such receiver or trustee.

Section 4. Filing of Annual Corporate Report.

a) The Annual Corporate Report referred to in Part II, Section 3 above shall be delivered to the Registrar between the 1st day of January and the 31st day of March of each year in the case of a resident domestic corporation, and between the 1st day of January and the 30th day of June in the case of an authorized foreign corporation.
b) Notwithstanding subsection (a) above, corporations whose fiscal year is not the calendar year shall deliver their Annual Corporate Report to the Registrar within 90 days after the end of their fiscal year, and the first Annual Corporate Report of a corporation shall be filed between the 1st day of January and the 31st day of March in the case of a resident domestic corporation, and between the 1st day of January and the 30th day of June in the case of an authorized foreign corporation, of the year next succeeding the calendar year in which its charter of incorporation was issued.
c) Proof to the satisfaction of the Registrar that prior to the 31st day of March, in the case of a resident domestic corporation, and the 30th day of June, in the case of an authorized foreign corporation, such Annual Corporate Report was deposited in the mail in a sealed envelope, properly addressed, with postage prepaid, shall be deemed sufficient compliance with the requirements of this Section 4 as to the filing of an Annual Corporate Report.
d) If the Registrar finds that said Annual Corporate Report conforms to the requirements of these Regulations, and that the appropriate annual fee has been paid, the Registrar shall

file the Annual Corporate Report in accordance with section 5 of the Business Corporations Act.

Section 5. Record Keeping

a) Each resident domestic corporation and each authorized foreign corporation shall keep reliable and complete accounting records, minutes and beneficial ownership information of the company in accordance with the Associations Law, Part I.

b) All records required to be maintained under subsection (a) above, shall be retained for a period of at least five (5) years and shall be produced upon demand to the Registrar of Resident Domestic Corporations.

c) Failure to produce such records to the Registrar of Resident Domestic Corporations shall result in a penalty set out under Schedule 1, if the corporation is unable to show it made all reasonable efforts to maintain and retain such records.

PART III– PARTNERSHIPS AND LIMITED PARTNERSHIPS

Section 1. Reserved names.

(a) The exclusive right to the use of a specified partnership or limited partnership name may be reserved by:
   i. Any person intending to organize a resident domestic partnership under the Revised Partnership Act or a resident domestic limited partnership under the Limited Partnership Act; and
   ii. Any resident domestic partnership or limited partnership intending to change its name.

(b) The name reservation shall be made by filing with the Registrar an application to reserve a specified partnership or limited partnership name, executed by the applicant. The application shall be accompanied by evidence or proof of payment of the applicable prescribed fee. If the Registrar finds that the name is available for use, and is satisfied that the prescribed fee has been paid, the Registrar shall reserve the name for the exclusive use of the applicant for a period of 120 days.

(c) The right to the exclusive use of a specified partnership or limited partnership name so reserved may be transferred to any other person, partnership, or limited partnership by filing in the office of the Registrar a notice of such transfer, executed by the applicant for whom the name was so reserved, and specifying the name and address of the transferee.

Section 2. Annual Partnership Report and Annual Limited Partnership Report.

a) Each resident domestic partnership and each resident domestic limited partnership registered with the Registrar shall file, within the time prescribed under Part II, Section 4 of these Regulations, an Annual Partnership Report or Annual Limited Partnership Report setting forth, among other things:

i. The name of the partnership or limited partnership;
ii. The names, residence, and citizenship of all partners, for resident domestic partnerships, and all general partners, for resident domestic limited partnerships;
iii. A description of all partnership and limited partnership business activities;
iv. The location of the principal place of business of the partnership or limited partnership within the Republic;
v. If the partnership or limited partnership was formed under the laws of any jurisdiction other than the Republic, the name of the jurisdiction and location of the principal place of business in such jurisdiction;
vi. The date the partnership or limited partnership was formed; and
vii. The date the partnership or limited partnership commenced business in the Republic.

b) The Annual Partnership Report or Annual Limited Partnership Report referred to in subsection (a) above shall be made on the form set out in Schedule 3 to these Regulations and the information therein contained shall be given as of the date of execution of the Annual Partnership Report or Annual Limited Partnership Report.
c) The Annual Partnership Report or Annual Limited Partnership Report shall be signed by the managing partner or by a general partner.

Section 3. Filing of Annual Partnership Report and Annual Limited Partnership Report.

The provisions of Section Part II, Section 4 of these Regulations (above) relating to the filing of an Annual Corporate Report shall, with necessary changes in point of detail, apply in relation to the filing of an Annual Partnership Report or Annual Limited Partnership Report.

Section 4. Record Keeping

a) Each resident domestic Partnership and Limited Partnership shall keep reliable and complete accounting records, minutes and beneficial ownership information of the company in accordance with the Associations Law, Part II and Part III.
b) All records required to be maintained under subsection (a) above, shall be retained for a period of at least five (5) years and shall be produced upon demand to the Registrar of Resident Domestic Corporations.
c) Failure to produce such records to the Registrar of Resident Domestic Corporations may result in a penalty set out under Schedule 1, if the Partnership is unable to show it made all reasonable efforts to maintain and retain such records.

PART IV – LIMITED LIABILITY COMPANIES AND FOREIGN LIMITED LIABILITY COMPANIES

Section 1. Reserved names.

(a) The exclusive right to the use of a specified name may be reserved by:
   i. Any person intending to organize a resident domestic limited liability company (LLC) under the Limited Liability Company Act;
   ii. Any resident domestic LLC intending to change its name;
   iii. Any foreign LLC intending to submit an application for authority to do business in the Republic;
   iv. Any foreign LLC authorized to do business in the Republic and intending to change its name; and
   v. Any person intending to organize a foreign LLC and intending to have such LLC submit an application for authority to do business in the Republic.

(b) The name reservation shall be made by filing with the Registrar an application to reserve a specified name, executed by the applicant. The application shall be accompanied by evidence or proof of payment of the applicable prescribed fee. If the Registrar finds that the name is available for use, and is satisfied that the prescribed fee has been paid, the Registrar shall reserve the name for the exclusive use of the applicant for a period of 120 days.

(c) The right to the exclusive use of a specified name so reserved may be transferred to any other person or LLC by filing in the office of the Registrar a notice of such transfer, executed by the applicant for whom the name was so reserved, and specifying the name and address of the transferee.

Section 2. Annual Limited Liability Company Report.

(a) Each resident domestic LLC and authorized foreign LLC registered with the Registrar shall file, within the time prescribed under Part II, Section 4 of these Regulations, an Annual LLC Report setting forth, among other things:
   i. The name of the LLC and, if an authorized foreign LLC, the country under the laws of which it was incorporated;
   ii. The address of the registered office of the LLC in the Republic, the name and address of the corporation's registered agent in the Republic, and in the case of an authorized foreign LLC, the address of its principal office in the country under the laws of which it was incorporated;
   iii. A brief statement of the nature or type of business which the resident domestic or authorized foreign LLC is conducting in the Republic; and
   iv. The names and respective addresses of the managers or managing members of the resident domestic or authorized foreign LLC.

(b) The Annual LLC Report referenced in subsection (a) above shall be made on the form set out in Schedule 4 to these Regulations and the information therein contained shall be given as of the date of execution of the Annual LLC Report.

(c) The Annual LLC Report shall be signed by a manager or by a managing member.

Section 3. Filing of Annual LLC Report.

The provisions of Part II, Section 4 of these Regulations (above) relating to the filing of an Annual Corporate Report shall, with necessary changes in point of detail, apply in relation to the filing of an Annual LLC Report.

Section 4. Record Keeping

a) Each resident domestic and authorized foreign LLC shall keep reliable and complete accounting records, minutes and beneficial ownership information of the company in accordance with the Associations Law, Part IV.
b) All records required to be maintained under subsection (a) above, shall be retained for a period of at least five (5) years and shall be produced upon demand to the Registrar of Resident Domestic Corporations.
c) Failure to produce such records to the Registrar of Resident Domestic Corporations may result in a penalty set out under Schedule 1, if the company is unable to show it made all reasonable efforts to maintain and retain such records.

PART V - GENERAL

Section 1. Sanctions for violations.

a) If any resident domestic corporation or authorized foreign corporation fails to comply with, or otherwise violates, these Regulations, the Registrar shall, at any time after thirty (30) days of such default or violation, suspend the corporation's corporate charter or take steps to dissolve the corporation pursuant to section 104 of the Business Corporations Act as if the corporation had failed to pay its annual registration fee, or maintain a registered agent, as required by the Business Corporations Act.
b) In the case of a resident domestic partnership, failure to file the Annual Partnership Report required to be filed by Part III, Section 2 of these Regulations shall be deemed to be an event, pursuant to section 55(4) of the Revised Partnership Act, that makes it unlawful for the business of the resident domestic partnership to be carried on or for its members to carry the business on in partnership; and this shall be ground for the Registrar to dissolve the partnership pursuant to the procedure established by section 104 of the Business Corporations Act, upon the expiration of a period of ninety (90) days unless the said Annual Partnership Report is sooner filed.
c) If any resident domestic limited partnership fails to comply with, or otherwise violates, these Regulations, the Registrar shall, at any time after thirty (30) days of such default or violation, take steps to dissolve the limited partnership under section 71 of the Limited Partnership Act as if the limited partnership had failed to pay its annual registration fee, or maintain a registered agent, as required by the Limited Partnership Act.
d) If any resident domestic or authorized foreign LLC fails to comply with, or otherwise violates, these Regulations, the Registrar shall, at any time after thirty (30) days of such

default or violation, suspend the LLC's authority to do business or take steps to dissolve the resident domestic LLC under section 46(3) of the Limited Liability Company Act as if the LLC had failed to pay its annual registration fee, or maintain a registered agent, as required by the Limited Liability Company Act.

Section 2. Election to become subject to the Associations Law.

(a) Any resident domestic corporation created or established prior to the effective date of the current Associations Law may at any time, pursuant to section 3(1) of the Business Corporations Act, subject itself to provisions of the Associations Law and these Regulations, by amending its Articles of Incorporation in accordance with the manner prescribed by Division 9 of the Business Corporations Act.

(b) Other legal entities created or established prior to the effective date of the current Associations Law may, where they would not otherwise be subject to the current Associations Law, at any time subject themselves to the provisions of the Associations Law and these Regulations by:
   i. Passing a resolution to that effect specifying the effective date of such election; and
   ii. Filing a copy of such resolution with the Registrar within ten (10) days of passing the resolution.

(c) The resolution referred to in subsection (b) above shall be signed by:
   i. All partners in the case of a resident domestic partnership;
   ii. All general partners in the case of a resident domestic limited partnership;
   iii. All members or managing members in the case of a resident domestic LLC; and
   iv. The President and Secretary in the case of an unincorporated association.

Section 3. Effect of prior regulations.

Subject to the provisions of these Regulations, all prior regulations in force on the effective date of these regulations are hereby superseded.

SCHEDULE 1

FEES

FORMATION OF CORPORATIONS AND OTHER LEGAL ENTITIES

(a) For filing Articles of Incorporation.....$260
(b) For filing Articles of Domestication.....$260
(c) For filing Certificate of Unincorporated Association.....$260
(d) For filing Partnership Agreement or Memorandum of Partnership.....$260
(e) For filing certificate containing Limited Partnership Agreement.....$260
(f) For filing an application by a foreign corporation for Authority to do business in the Republic.....$1,000

AMENDMENTS

(a) For filing an amendment of the Articles of Incorporation increasing the authorized number of shares.....$52
(b) For filing a statement designating classes of shares, etc. $52
(c) For filing Restated Articles of Incorporation.....$52
(d) For filing Amendment of Authority to do business in the Republic.....$52
(e) For filing an Amendment of Certificate of Limited Partnership.....$52
(f) For filing an Amendment of a Partnership Agreement or Memorandum of Partnership.....$52
(g) For filing an Amendment of the Articles of a non-profit corporation..... .....$52

MERGERS

(a) For filing of Articles of Merger of domestic corporations.....$52
(b) For filing Articles of Consolidation of domestic corporations.....$52
(c) For filing Articles of Merger of domestic subsidiary corporations.....$52
(d) For filing Articles of Merger or Consolidation of a domestic corporation and a foreign corporation.....$52
(e) For filing of a Certificate of Merger or Consolidation issued by the appropriate official of a relevant foreign jurisdiction $52

DISSOLUTION OF CORPORATIONS, ETC.

(a) For filing Articles of Dissolution of a corporation.....$52
(b) For filing an Application for withdrawal of authority to do business.....$52

ANNUAL FEES

(a) Annual fee payable by each resident domestic corporation on submission of the Annual Corporate Report referred to in Part 2, Section 3 of these Regulations.....$103

(b) Annual fee payable by each resident domestic Partnership or Limited Partnership referred to in Part 3, Section 2 of these Regulations.....$103
(c) Annual fee payable be each resident domestic and foreign LLC referred to in Part 4, Section 2 of these Regulations.....$103
(d) Annual fee payable by each authorized foreign corporation on submission of the Annual Corporate Report referred to in Part 2, Section 3 of these Regulations.....$517

PENALTY FEES

(a) Failure to produce accounting records.....$1,000
(b) Failure to produce minutes.....$1,000
(c) Failure to produce ownership/beneficial ownership information.....$1,000
(d) Failure to maintain accounting records.....$100
(e) Failure to maintain minutes.....$100
(f) Failure to maintain ownership/beneficial ownership information.....$100
(g) Failure to file annual report.....$50

OTHER FEES

(a) For filing resolutions to rescind a corporation's Articles of Dissolution filed in error.....$52
(b) For filing by a corporation of notification designating a Registered Agent $52
(c) For filing, by a resident domestic corporation, of a Certificate of Transfer of Domicile out of the Republic.....$52
(d) For filing an affidavit of compliance with requirement, after the organization of an unincorporated association, to publicize in an newspaper, etc., a certificate containing the relevant particulars.....$26
(e) For filing an application to reserve a corporate name.....$103
(f) For filing an application to transfer the right to the exclusive use of a specified corporate name.....$52
(g) For certifying copies of documents (per document) $50
(h) For the issuance of a Certificate of Good Standing.....$50
(i) For the issuance of a Certificate of Incumbency.....$100
(j) For any other certificate/filing or for provision of any service under the Associations Law by the Registrar or Deputy Registrar not mentioned in these Regulations.....$50

SCHEDULE 2

Form for Annual Corporate Report

For Calendar Year 20_____.

(Note: If inapplicable, mark N.A.)

1. Name of the Corporation: _____.

2. Address of the Registered Office. (including PO Box)
_____.

3. Address of principal office at which business is conducted. (including PO Box)

In the Marshall Islands:	Outside the Marshall Islands:
_____	_____
_____	_____
_____	_____

4. Name and address of person to contact in regard to business affairs.
_____
_____
_____

5. Type of business being conducted as of December 31, 1989.
_____
_____
_____

6. (a) Date of annual stockholders meeting. _____
(b) Date of special stockholders meeting, if any._____
(c) Date of last tax return(s)_____
(d) Date of Foreign Investment Business Permit/License_____

7. Articles of Incorporation.

Original Date _____

Dates of Amendments _____

8. By-Laws:

Original Date _____

Dates of Amendment _____

9. Authorized Capital Stock.

Class	No. of Shares	Par Value

10. Issued Capital Stock

Class	No. of Shares	Par Value

11. Shareholders (all) (If insufficient space, attaché a separate list).

Name	Address PO Box	Citizenship	No. of Shares

12. Directors.

Name	Address PO Box	Citizenship	No. of Shares

13. Officers.

Title	Name	Address POBox	Citizenship	Date of Assumed
President				
V. President				
Secretary				
Treasurer				

14. Land owned or leased within the Republic of the Marshall Islands by Corporation. (State legal description; owned or leased period; and purpose(s)).

15. Is Corporation in good standing in state/country in which organized? (Foreign Corporations only attach certificate).

_____

_____

16. Annual Fees to be enclosed. Yes ( ) No ( ) Total:_____

17. On behalf of the_____, I hereby confirm that, to the best of my knowledge, the items contained herein are true and correct.

_____

Signature

Date:_____ Title:_____

(To be signed by President, Treasurer or Secretary)

ANNUAL FEES

Domestic Corporation (Corporation incorporated within the Marshall Islands)

Profit	$103.00
Non-Profit	$ -0-
Eleemosynary	$ -0-
Ecclesiastical	$ -0-

Foreign Corporation (Corporation incorporated outside the Marshall Islands)

Profit	$517.00
Non-Profit	$ -0-
Eleemosynary	$ -0-
Ecclesiastical	$ -0-

*******Check to be payable to Secretary of Finance, RMI.*******

SCHEDULE 3

Form For Annual Partnership Report and Annual Limited Partnership Report

For Calendar Year 20_____.

(Note: If inapplicable, mark N.A.)

1. Name of the Partnership or
Limited Partnership: _____.

2. Address of the Registered Office. (including PO Box)

_____.

3. Address of principal office at which business is conducted. (including PO Box)

In the Marshall Islands:	Outside the Marshall Islands:
_____	_____
_____	_____
_____	_____

4. Name and address of person to contact in regard to business affairs.

_____

_____

_____

5. Type of business being conducted as of December 31, 1989.

_____

_____

_____

6. (a) Date of annual stockholders meeting. _____
(b) Date of special stockholders meeting, if any. _____
(c) Date of last tax return(s)_____
(d) Date of Foreign Investment Business Permit/License_____

7. Articles of Incorporation.

Original Date _____

Dates of Amendments _____

8. By-Laws:

Original Date _____

Dates of Amendment _____

9. Authorized Capital Stock.

Class	No. of Shares	Par Value

10. Issued Capital Stock

Class	No. of Shares	Par Value

11. Shareholders (all) (If insufficient space, attaché a separate list).

Name	Address PO Box	Citizenship	No. of Shares

16. Directors.

Name	Address PO Box	Citizenship	No. of Shares

17. Officers.

Title	Name	Address PO Box	Citizenship	Date of Assumed
President				
V. President				
Secretary				
Treasurer				

18. Land owned or leased within the Republic of the Marshall Islands by Partnership or Limited Partnership. (State legal description; owned or leased period; and purpose(s)).

19. Is Partnership or Limited Partnership in good standing in state/country in which organized?

_____

_____

16. Annual Fees to be enclosed. Yes ( ) No ( ) Total:_____

17. On behalf of the_____, I hereby confirm that, to the best of my knowledge, the items contained herein are true and correct.

_____

Signature

Date:_____ Title:_____

(To be signed by President, Treasurer or Secretary)

ANNUAL FEES

Domestic Partnership (Partnership formed under the Revised Partnership Act)

Profit	$103.00
Non-Profit	$ -0-
Eleemosynary	$ -0-
Ecclesiastical	$ -0-

Limited Partnership (Partnership formed under the Limited Partnership Act)

Profit	$517.00
Non-Profit	$ -0-
Eleemosynary	$ -0-
Ecclesiastical	$ -0-

*******Check to be payable to Secretary of Finance, RMI.*******

SCHEDULE 4

Form for Annual Limited Liability Company Report

For Calendar Year 20_____.

(Note: If inapplicable, mark N.A.)

1. Name of the
Limited Liability Company: _____.

2. Address of the Registered Office. (including PO Box)
_____.

3. Address of principal office at which business is conducted. (including PO Box)

In the Marshall Islands:	Outside the Marshall Islands:
_____	_____
_____	_____
_____	_____

4. Name and address of person to contact in regard to business affairs.
_____
_____
_____

5. Type of business being conducted as of December 31, 1989.
_____
_____
_____

6. (a) Date of annual stockholders meeting. _____
(b) Date of special stockholders meeting, if any. _____
(c) Date of last tax return(s)_____
(d) Date of Foreign Investment Business Permit/License_____

7. Articles of Incorporation.

Original Date _____

Dates of Amendments _____

8. By-Laws:

Original Date _____

Dates of Amendment _____

9. Authorized Capital Stock.

Class	No. of Shares	Par Value

10. Issued Capital Stock

Class	No. of Shares	Par Value

11. Shareholders (all) (If insufficient space, attaché a separate list).

Name	Address PO Box	Citizenship	No. of Shares

20. Directors.

Name	Address PO Box	Citizenship	No. of Shares

21. Officers.

Title	Name	Address PO Box	Citizenship	Date of Assumed
President				
V. President				
Secretary				
Treasurer				

22. Land owned or leased within the Republic of the Marshall Islands by LLC. (State legal description; owned or leased period; and purpose(s)).

23. Is the LLC in good standing in state/country in which organized?

_____

_____

16. Annual Fees to be enclosed. Yes ( ) No ( ) Total:_____

17. On behalf of the_____, I hereby confirm that, to the best of my knowledge, the items contained herein are true and correct.

_____

Signature

Date:_____ Title:_____

(To be signed by President, Treasurer or Secretary)

ANNUAL FEES

Domestic LLC (LLC incorporated within the Marshall Islands)

Profit	$103.00
Non-Profit	$ -0-
Eleemosynary	$ -0-
Ecclesiastical	$ -0-

Foreign LLC (LLC incorporated outside the Marshall Islands)

Profit	$517.00
Non-Profit	$ -0-
Eleemosynary	$ -0-
Ecclesiastical	$ -0-

*******Check to be payable to Secretary of Finance, RMI.*******