

HARNEYS

Corporate Services

BVI Business Company Incorporation Application

1. CONTACT DETAILS

Contact Name: _____

Address: _____

Telephone: _____

Fax: _____

Email (required): _____

Will you be responsible for the payment of our fees in connection with the annual maintenance of the Company? Yes No

If No, please provide the name and email address of the person/firm responsible for payment of the annual maintenance fees.

Name: _____

Email (required):* _____

***Please note that invoices for annual maintenance fees will be sent by email to the above email address**

2. NAME OF COMPANY

The name of a BVIBC must end with the suffix: Limited, Corporation, Incorporated, Société Anonyme, Sociedad Anónima, Ltd, Corp, Inc or S.A. Occasionally, your preferred name may not be available. In general this will be because it is too similar to the name of another BVI company or because it contains a restricted word or phrase.

Please insert preferred name of Company:

Please insert any acceptable alternatives:

3. SHARE STRUCTURE

Our standard Memorandum of Association provides for 50,000 no par value registered shares of a single class, which for the vast majority of cases is all that is required. The number of shares which the company may issue is not of particular significance. If you require more than 50,000 shares the BVI government licence fee increases to US\$1,100 (from US\$350). For that reason most BVIBCs are incorporated with 50,000 authorised shares. **If you require a standard company please proceed to section 4.**

If you need a number of shares other than 50,000 please insert below:

If you need more than one class of shares please insert details below:

Shares do not have a “par value”. Ordinarily shares confer a single vote and an equal right to dividends or other distributions (including on the liquidation of the BVIBC). If this is not your intention, please insert any different requirements:

Statutory pre-emption rights on new issues of shares exist but are excluded in the vast majority of cases. If you require statutory or other pre-emption rights on new issues of shares please indicate below, but we would strongly suggest that you obtain specific advice from a Harneys lawyer before making this election:

Ordinarily shares may be transferred unless the shareholder to whom they were issued by the company has not paid for them in full. If there are other circumstances where shares should not be transferable, please insert details of these below:

4. PROPOSED SHAREHOLDERS

You are required to produce verification of names and addresses of shareholders as detailed in the Client Questionnaire. Please ensure that the details inserted here match exactly those on your proposed verification documentation.

If you intend to hold the Shares personally, or wish other individuals (not being companies) to hold the Shares, you may wish to consider succession planning using a simple trust structure created by Harneys Corporate Services Limited, termed the 'Share Trust'. Further information about the Share Trust can be obtained on our website: HarneysCorporate.com, or through your usual contact at Harneys Corporate Services Limited.

Please complete the following details in respect of each proposed initial shareholder:

Name of Shareholder

Address

Number of Shares

Class of Shares (if relevant)

Subscription Monies to be paid per share**

** This is the amount paid by the shareholder to the company for shares when they are first issued. There is no legal reason why the amount paid per share need be substantial and US\$1.00 per share may be an obvious choice unless there are commercial reasons why the amount should be greater. This information is required.

Name of Shareholder

Address

Number of Shares

Class of Shares (if relevant)

Subscription Monies to be paid per share**

Name of Shareholder

Address

Number of Shares

Class of Shares (if relevant)

Subscription Monies to be paid per share**

Name of Shareholder

Address

Number of Shares

Class of Shares (if relevant)

Subscription Monies to be paid per share**

Name of Shareholder

Address

Number of Shares

Class of Shares (if relevant)

Subscription Monies to be paid per share**

Name of Shareholder

Address

Number of Shares

Class of Shares (if relevant)

Subscription Monies to be paid per share**

If shares are to be issued for consideration other than money, please describe here:

5. PROPOSED DIRECTORS

Please complete the following details in respect of each proposed initial director:

Name of Director

Address

Name of Director

Address

Name of Director

Address

Name of Director

Address

Directors may not be:

1. under 18 years of age (if an individual);
2. an undischarged bankrupt; or
3. subject to a disqualification or bankruptcy undertaking or order under the BVI Insolvency Act.

Each director is required to consent in writing to his appointment. Each director must complete the form of consent set out in Schedule 1 before he can be appointed. The forms of consent do not need to be completed prior to submission of this application.

6. OFFICERS

There is no statutory requirement for a secretary or other specified officers. If any officers are required, please provide the following details:

Name of Officer

Office

Address

Name of Officer

Office

Address

7. COMPANY REGISTERS AND RECORDS

Unless you specifically request otherwise or, following incorporation, the directors determine otherwise, the original register of directors and members of the company will be maintained by Harneys Corporate Services Limited in electronic form.

If minutes of meetings and resolutions of the directors and members of the company are to be kept at an address different to the address set out in Section 1 please provide details below. If this address changes at any time in the future you are required to provide Harneys Corporate Services Limited with written notice of the place at which such records are kept within 14 days of the change.

Address:

8. PAYMENT OF INCORPORATION FEES

FUNDS NEED TO BE RECEIVED AT OUR OFFICES IN ORDER TO PROCEED WITH INCORPORATION OF YOUR COMPANY. PAYMENT CAN BE MADE BY CREDIT CARD, WIRE TRANSFER OR CHEQUE.

PLEASE ARRANGE PAYMENT FOR THE FOLLOWING AMOUNT:

Professional Fees:	Please tick fee that applies and fill in amount		
Standard Incorporation and Maintenance Fee	US\$ 780	<input type="checkbox"/>	_____
Additional Fees:			
Organisational Minutes (recommended)	US\$ 100	<input type="checkbox"/>	_____
Corporate Seal	US\$ 60	<input type="checkbox"/>	_____
Courier	US\$ 60	<input type="checkbox"/>	_____
	<u>Total</u>		_____
<u>Government Registration Fees</u>			
Authorised to issue 50,000 registered shares or less	US\$ 350	<input type="checkbox"/>	_____
Authorised to issue more than 50,000 registered shares	US\$1,100	<input type="checkbox"/>	_____

<u>Total Professional and Government Fees</u>			

Payment authorisation via credit card

Please complete the form below and fax this page to us at +1 284 494 3547 (marked for the attention of Andrew Swapp)

VISA MASTERCARD

Preferred Name of Company: _____

Card Holders Name: _____

Card Number: _____

Expiry Date: _____ Amount to charge: _____

I hereby authorise Harneys Corporate Services Limited to debit my credit card the amount stated above.

Signature of Card holder

Payment by wire transfer

Funds can be remitted by wire transfer to:

Main Bank: Wachovia Bank, New York
Swift: PNBUS3NNYC
ABA (routing #) 026005092

Receiving Bank: FirstCaribbean International Bank
Tortola,
British Virgin Islands
Account # 2000192005393
Swift Code: FCIBVGVG

Beneficiary: **Harney Westwood & Riegels Client Funds Account**
Account # 215066274

NOTE: To ensure proper credit of wire transfer funds please include the preferred name of the Company to be incorporated and “**Incorp Fees**” in the wire transfer instructions. Also please advise us by e-mail at incorporations@harneys.com or by fax on +1 284 494 3547 (marked for the attention of Andrew Swapp) of the amount and date of the transfer together with the wire transfer reference number from your bank.

Payment by cheque

Payment can be made by cheque or bank draft in favour of Harneys Corporate Services Limited drawn on a U.S. mainland bank. Please mail payment to:

Attn: Andrew Swapp
Harneys Corporate Services Limited
Craigmuir Chambers
P.O. Box 71, Road Town
Tortola
British Virgin Islands

Schedule 1

Form of consent to act as director of a BVI business company

_____ (name of director)

of _____

_____ (address of director) (the “Director”), consents to be a director, upon incorporation, of the BVI business company which Harneys Corporate Services Limited has been requested to incorporate with the name,

_____ (preferred name of company set out in the application for incorporation) whether or not the company is incorporated with such name or any other name.

This form of consent is given in accordance with section 112 of the BVI Business Companies Act, 2004.

The Director confirms that the name and address given above are accurate and may be entered in the register of directors of such company.

Signature

Date: 200

Once completed and signed this form of consent should be sent to Harneys Corporate Services Limited by email with a scanned copy of the form attached to incorporations@harneys.com or by fax to + 1 284 494 3547 (marked for the attention of Andrew Swapp).