

FEATURES OF NEVADA LIMITED LIABILITY COMPANIES (LLC's)

BUSINESS TRANSACTIONS

- LLC's may engage in any lawful business outside the USA and make use of any currency that they may choose.
- Trademark registration.

TAXATION

- Nevada has no State tax, no franchise tax, no inventory tax, no inheritance tax, no unitary tax, no gift tax and no chain store tax.
- Low property tax, workers' compensation and unemployment insurance tax.
- Nevada has no IRS information-sharing agreement (there is no exchange of information between the State of Nevada and any other State or Federal agency).
- LLC's Members that conduct no business in the US and have no US source income, deductions, or credits are not subject to US federal income tax, and are not required to file US federal income tax return.
- LLC's could be subject to taxation by the United States of America or its individual states. It may include, trading in, with or through any territory of the USA, opening bank accounts, applying for a federal identification number (EIN), hiring employees or agents, and owning business interests and/or property in the United States of America.

CAPITAL CONTRIBUTION

- No need to register a minimum or maximum capital contribution.
- More than one class of Membership interest is allowed, which provides the flexible structuring.

MANAGERS AND MEMBERS

- Managers and Members can be either corporate entities or natural persons.
- Initial or ongoing changes in Manager or Member (the latter, if they are handling the management of the LLC) need to be filed at the Secretary of State in Nevada.
- The Manager may grant special or general powers of attorney.
- Register of Manager and Member is required and must be kept at the Registered Office of the LLC.
- The LLC may have one or more Managers, who do not need to be Members.
- One or more persons may form a limited-liability company.
- Managers or Members may be of any nationality and may be residents of any country. The required minimum being one Manager and one Member.
- Managers and Members may hold their meetings in any country and may attend such meetings by proxy.

ANNUAL FILING

- No requirement to file financial statements; nor to hold annual general meetings of Managers or Members.
- The filing of an annual list of Managers or Members is mandatory.

INCORPORATION AND ADMINISTRATION

- An LLC may have a perpetual duration.
- Excellent availability of company names for incorporation.
- The words "Limited Liability Company", "Limited Company", or "Limited", or the abbreviations "Ltd.", "LLC.", "LC.", "LLC", or "LC" may be used in a LLC's name. The word "Company" may be abbreviated as "Co."
- Incorporation procedure takes from 10 to 15 days.
- A 24-hour Company Name Reservation Service.

RECORD KEEPING

- The books, records and minutes of the company may be kept in any place or country at the Manager's or Member's choice if they are handling the management of the LLC.
- An LLC must keep copy of the following records at its registered office in Nevada: Articles of Organization and amendments (if any), Annual list reflecting the Manager(s) or Member(s) and business address, Operating agreement, Power of attorney (if any), copy of Register of manager(s) and copy of Register of member(s).
- An LLC must keep the following records at the office of the Secretary of State in Nevada: Articles of Organization and amendments (if any), details of Resident Agent, Annual list reflecting the Manager(s) or Member(s) and business address.

REGISTERED OFFICE, CORPORATE SEAL AND LEGALISATION

- Registered Office in Nevada is required.
- Corporate seal is optional.
- The Apostille is normally used to legalise documentation. Legalisation via a Consulate is also available for some countries.

COSTS AND FEES

- Reasonable formation and maintenance costs and fees (US\$125.00 for annual list filing of Managers or Members and US\$200.00 for Business Licence).

CONTINUATION (DOMESTICATION)

- Foreign companies can be speedily continued to Nevada.
- Conversion of a U.S. company from any State to Nevada is allowed.

USES OF NEVADA LIMITED LIABILITY COMPANIES

- Sue and be sued, complain and defend, in its name.
- Purchase any real or personal property, or an interest therein, wherever situated.
- Sell, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.
- Lend money to and otherwise assist its members.
- Deal in and with shares or members' interests.
- Make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the LLC may determine.
- Lend, invest and reinvest its money.
- Conduct its business, carry on its operations and have and exercise the powers granted in any foreign country.
- Appoint managers and agents.
- Cease its activities and surrender its Articles of Organization.
- Exercise all powers necessary or convenient to achieve any of the purposes for which the LLC is organized.

HIGHLIGHTS OF NEVADA

- Excellent corporation law.
- Flexible company law.
- No taxes levied on offshore and banking transactions.
- No exchange control regulations.
- Political and economic stability.
- Serviced by major world airlines.
- Excellent hotel accommodations.
- Excellent worldwide communication facilities.
- Skilled personnel.
- No capital gains, income or any other kind of tax.


DOCUMENTS REQUIRED TO BE KEPT AT M.F. CORPORATE SERVICES (NEVADA) LIMITED OFFICE, IN ACCORDANCE WITH THE LAW

- Appropriate character references and other due diligence documents, as required.
- Mossfon Managers and Members could be appointed.
- Copy of the Register of Manager reflecting complete name and business address of the Manager(s).
- Copy of the Register of Members reflecting complete name and business address of the Member(s).

SOCIAL AND ECONOMIC INDICATORS

Location: Nevada is a Western state, lying in the Great Basin and Plateau section of the United States. It is bordered on the north by Oregon and Idaho. California is to the west and southwest. To the southeast is Arizona, with the Colorado River forming part of the boundary. Nevada's eastern neighbor is Utah.

Area: 110,540 square miles, 485 miles long, 315 miles wide; seventh in size.



Population:	2,600,167 (2008 est.)
Climate:	Arid and there is abundant sunshine, light rainfall and snow.
Official Language:	English.
Government:	Nevada has a bicameral (two houses) Legislature consisting of the Senate and the Assembly. The two houses are jointly designated in the State Constitution as "The Legislature of the State of Nevada".
Living Standard:	High.
Banking:	Worldwide banking facilities available.
Legal Tender:	US dollar.
Industry:	Mining, Construction, Manufacturing, Transportations, Communications & Public Utilities, Trade/ wholesale and Retail, Finance, Insurance and Real Estate.
Services:	Hotel, gaming and recreations.

M.F. CORPORATE SERVICES (NEVADA) LIMITED



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