

## Delaware LLC turnkey solution

Client to provide

Company Reg. No.: DMCC-268868

Address to be advised

Date: Wednesday, May 29, 2019

Invoice No: 2019-04-17

Professional services for Delaware <a href="#">turnkey solution LLC</a> (no travel)	Notes	Year 1 US\$	Year 2 US\$
Delaware <a href="#">shelf company</a> fees (without travel)	1.	5,350	0
Registered agent and <a href="#">legal registered office</a> fees	2.	1,200	1,200
Estimated <a href="#">Government registration</a> fees for the engagement	3.	310	300
Already approved dormant Citibank Chicago <a href="#">corporate bank account</a>	4.	4,950	0
Corporate structure changes including new bank signatory	5.	2,450	0
Estimate of annual <a href="#">accounting and tax</a> fees	6.	0	2,300
<b>Total</b> Healy Consultants fees payable this month	7.	<b>14,260</b>	<b>0</b>
Estimate of total fees payable after 12 months	8.		<b>3,800</b>

**Note:** I recommend you carefully read the notes below to confirm and understand all services required by your Firm, eliminating the risk of unwanted fee surprises during the engagement;

## Delaware LLC turnkey solution

### Notes to invoice above:

1. Healy Consultants Group PLC's fees to supply our Client a dormant clean shelf company; together with Government fees paid up to date. Historic annual accounting and tax and legal and audit obligations complete. Within 3 business days after fee settlement, my team and I will email you **i)** a company registration number **ii)** a corporate bank account number **iii)** a city center business address **iv)** a tax number and **iv)** a proforma Delaware sales invoice template complying with Delaware company law;

Following transfer of the corporate structure and bank signatory rights, our client can legally conduct international business through the Delaware entity; including **i)** issue sales invoices to international customers **ii)** sign customer and supplier contracts **iii)** sign a lease agreement for long term physical office and warehouse premises **iv)** and hire local and expatriate employees including secure employment visa approval;

All [engagement fees](#) (click link) are agreed and paid up front and agree to the fees published on our country web pages. Consequently, there are no hidden fees, surprises or ambushes throughout the engagement. All engagement deadlines are agreed up front in the form of a [detailed project plan](#), mapping out [deliverables](#) by week throughout the engagement term;



Every week during the engagement, Healy Consultants Group PLC emails our Client a detailed email engagement [status update](#). Our Client is immediately informed of engagement problems and solutions. In your preferred language, your dedicated Engagement Project Manager will communicate with you via phone, Skype, WhatsApp, Viber, sms, WeChat, Telegram, QQ, Facebook Messenger or Line Messenger;

2. In accordance with the [Limited Liability Companies Act](#), each Delaware LLC must appoint a registered agent, who may be a natural person or a body corporate, but the agent must be resident in the country. Healy Consultants Group PLC acts as your Delaware company agent, for which our annual responsibilities include **i)** preparation and filing of the annual return **ii)** securely maintaining company records **iii)** liaising with the Delaware Government on behalf of our Client **iv)** legal filing of changes of company structure and **v)** reminding our Client of statutory deadlines;

In accordance with [Limited Liability Companies Act](#), a Delaware LLC shall as from the date of its incorporation have a legal registered office in Delaware, to which all official government communications and notices may be addressed. To comply with this statutory requirement, Healy Consultants Group PLC Delaware business office is the registered office address for your Delaware Company. Thereafter, this address is used to receive Government correspondence including **i)** annual and quarterly tax returns; **ii)** bank statements; **iii)** employee payroll tax and pension correspondence. Most of our Clients wish to place Healy Consultants Group PLC' Delaware [office address \(click link\)](#) on invoices, contracts, websites and business cards;

3. This fee is an estimate of Government costs payable during your Firm's engagement. All Government fee payments will be supported by original receipts and invoices. Examples of Government costs include **i)** reserving the new company name with the [Division of Corporation](#) (click link); **ii)** applying for the corporate structure change with the [Division of Corporation](#); **iii)** issuance of updated business license and **iv)** updating the updated structure with the [Internal Revenue Service](#). Following engagement completion, Healy Consultants Group PLC will refund our Client any excess of funds received over actual Government costs paid;

## Delaware LLC turnkey solution

4. Healy Consultants Group PLC will assist our Client be appointed the new sole bank signatory to the already approved dormant clean Citibank Chicago [corporate bank account](#), without your travel to the USA. It is a time-consuming task, Healy Consultants Group PLC will guide our Client through the administrative hurdles. As you can appreciate, it is a challenging task to secure change of bank signatory approval for a non-resident of the USA;

Realistically and so you can plan your international business activities: i) within 1 month of Citibank Chicago receiving all the required Know Your Customer due diligence documents, we expect you will be appointed the sole bank signatory and ii) within three weeks thereafter, our Client will be able to log into e-banking following receipt of online banking token device and onboarding instructions. During this period, Healy Consultants Group PLC will change the Delaware LLC corporate structure change to your preferred shareholders and directors, as outlined on [this web page](#);

At the beginning of the engagement, Healy Consultants Group PLC will negotiate with the bank to add our Client as sole bank signatory, while keeping our professional, passive nominee shareholder and director. We will prepare a quality business plan for the bank to optimize the probability of approval of change of bank signatory. Following Citibank Chicago written approval of the new sole bank signatory, Healy Consultants Group PLC will appoint our Client preferred shareholders and directors;

Depending on our Client's business and nationality, there is a 50% probability that Citibank will request the new bank signatories to travel to Chicago for a one-hour bank interview. Healy Consultants Group PLC will aggressively and skillfully negotiate with the bank for a travel exemption. If our Client must travel to Delaware for bank account signatory change, Healy Consultants Group PLC will refund our Client US\$1,350;

If our Client is dealing with financial activities or other regulated business, our professional fees for this readymade corporate bank account transfer service will be increased to US\$7,950

Citibank Chicago enjoys ultimate power of approval of change of bank signatories' applications. Consequently, guaranteed success is outside of Healy Consultants Group PLC's control. What is inside our control is the preparation and submission of a high-quality change of bank signatory application; maximizing the likelihood of approval;

Global banks continue to tighten bank signatory changes procedures, their internal compliance departments completing more thorough due diligence of Clients. Consequently, our Clients should expect the bank account signatory change period to take at least 4 weeks from submission of a complete quality application. See also note below for further details on timelines for bank signatory changes. Furthermore, global banks now might also require evidence of proof of business, including sales contracts or lease agreement;



Before Citibank Chicago approves our Clients' preferred bank signatory, the bank in-house Legal and Compliance Department will request additional Know Your Customer documents. Change of corporate structure and of bank signatory is a time-consuming task, but Healy Consultants Group PLC will shelter our Client from this administrative burden;

## Delaware LLC turnkey solution

5. Healy Consultants Group PLC assists our Client appoint their preferred shareholders and directors and bank signatory. Depending on our Client business and the efficiency of the Government and bank Departments, this process can take up to 2 months. This is the hardest part of the engagement;

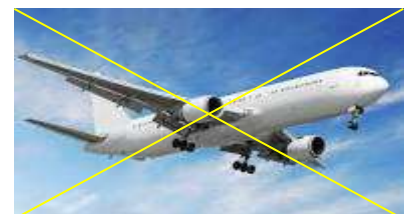
This fee covers Healy Consultants Group PLC professional fee to assist our Client secure the amended certificate of incorporation and M&AA. This includes our fee to draft and submit applications to the [Division of Corporation](#) to **i)** seek approval for share purchase **ii)** change company name **iii)** change business activity **iv)** change director and company shareholder. All of the changes made will be reflected on the amended articles of association. Appointing new and resigning old shareholders and directors is a complex, lengthy process;

Immediately after the change of corporate structure, our Client can legally conduct international business through the Delaware LLC including **i)** issue sales invoices to local and international customers **ii)** sign customer and supplier contracts **iii)** sign a lease agreement for long term physical office and warehouse premises **iv)** and hire local and expatriate employees including secure employment visa approval. Healy Consultants Group PLC will inform our Client if some business activities require additional Government approvals and licenses;

6. For an active trading company, these [accounting and tax](#) fees are an estimate of Healy Consultants Group PLC fees to efficiently and effectively discharge your annual company accounting and tax obligations. Following receipt of a set of draft accounting numbers from your company, Healy Consultants Group PLC will more accurately advise accounting and tax fees. For a dormant company, Healy Consultants Group PLC fees are only €950;



7. All fees quoted in this invoice correspond to fees quoted on Healy Consultants Group PLC's [business website](#). Please review this invoice carefully to identify errors. During the rush of a business day, it is possible Healy Consultants Group PLC inadvertently made fee calculation errors, typing errors or omitted services or omitted historic fee payments from our Client. In the unfortunate event, you identify invoice errors, please revert to me directly re the same. I apologize in advance if I or my staff made invoice errors;
8. Assuming our Clients re-engage Healy Consultants in year 2, this fee is an estimate of the fees payable next year, 12 months after the date of company registration;
9. The fees quoted in this sales invoice today, are a prediction of the fees required to efficiently and timely complete this engagement. If during the engagement Healy Consultants Group PLC realizes that the project is more complex than anticipated, requiring a large additional investment of time, my Firm will revert to request additional fees;
10. Depending on our Client business and nationality, the Government may require a special regulatory license to carry on your business in the country. Healy Consultants Group PLC will assist our Client secure license approval. There may be additional fees for this service. However, the Government enjoys ultimate power of approval of company corporate structure changes and business licenses;
11. If our Client and Healy Consultants Group PLC properly plan this engagement, our Clients' will **not** have to travel during this engagement. Healy Consultants Group PLC will efficiently complete company transfer in a timely manner without our Client presence. Instead, our Client will need to **i)** sign and get documents legalized in the embassy in their country of origin and **ii)** courier the originals to Healy Consultants Group PLC office;



## Delaware LLC turnkey solution

12. If our Client requires non-resident nominee [shareholder and director services \(click link\)](#), Healy Consultants Group PLC will be pleased to assist. Our fee for professional, passive nominee non-resident corporate shareholder amounts to US\$2,100 per annum. Our fee to be both non-resident nominee director and shareholder amounts to US\$6,600 per annum. Being the sole shareholders and sole director of a Client's company exposes Healy Consultants Group PLC to reputation, litigation and financial risk;
  13. If required, Healy Consultants Group PLC will be pleased to assist your firm to secure [employee visa](#) approvals. Our fee is US\$10,950 for the first employee, US\$7,950 for the second employee, US\$5,550 per employee thereafter. Our employee visa fees include preparation of a quality visa application and submitting to the correct Government immigration officers. The Government enjoys ultimate power of approval of visa applications. Consequently, guaranteed success is outside of Healy Consultants Group PLC' control. What is inside our control is the preparation and submission of a high-quality immigration visa application that maximizes the likelihood of visa approval;
  14. Monthly Government tax obligations include monthly and quarterly payroll reporting, sales tax and corporation tax return filing. If you need our help, Healy Consultants Group PLC can complete monthly Government reporting for a monthly fee of US\$860. Healy Consultants Group PLC monthly support will include **i)** receive in dropbox the monthly invoices from our client **ii)** label monthly bank statement transactions **iii)** preparation and submission of sales tax returns and **iv)** submission of monthly employee payroll reporting;
  15. As stipulated on our [business website](#) and in section 3 of our engagement letter, Healy Consultants Group PLC will only commence the engagement following **i)** settlement of our fees and **ii)** completion and signing of our legal engagement letter;
  16. Healy Consultants Group PLC will only change the corporate structure of the Delaware LLC after we receive **i)** 100% of the Know Your Customer [due diligence documentation](#) and **ii)** 75% of total engagement fees. Healy Consultants Group PLC will release e-banking tokens and passwords after 100% of engagement fees are settled;
  17. To assist our Clients to minimize foreign exchange costs, our Client can settle Healy Consultants Group PLC fees in US\$ € £ A\$ and CNY. Kindly let me know in which currency and I will send an updated invoice, thank you;
  18. Some of our Clients engage Healy Consultants Group PLC to [recruit \(click link\)](#) local employees. We have a lot of experience in this area and we are quite skilled at securing quality candidates for our Clients;
  19. During the engagement, shareholders and directors documents may need to be translated into English before the USA Government approves corporate structure changes and before Citibank Chicago in-house Legal and Compliance Department approves the new sole bank signatory. Consequently, our Client should budget for possible additional translation and embassy attestation fees. Either our Client or Healy Consultants Group PLC can complete this administrative task. As always, Healy Consultants Group PLC will negotiate with all third parties to eliminate or minimize additional engagement costs;
- For transparency purposes, all third-party fee payments will be supported by original receipts and invoices. Examples of possible third-party payments include **i)** embassy fees **ii)** notary public costs **iii)** official translator fees;
20. During the annual renewal engagement with our Client, our in-house Legal and Compliance Department reviews the quality and completeness of our Client file. Consequently, Healy Consultants Group PLC may revert to our Client to ask for more up to date [due diligence documentation](#);

## Delaware LLC turnkey solution

21. Engage Healy Consultants Group PLC to [project manage \(click link\)](#) the set up of our Client's business in every country on the planet. We are the best in the [world \(click link\)](#) at what we do and we are a one-stop-shop for [the A to Z \(click link\)](#) of every country engagement;

Thank you for your business and we look forward to working closely with you over the coming weeks as we re-engineer our Delaware turnkey solution to your Firm.

Best regards,

*Aidan Healy*

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Aidan Healy

[Business owner](#)

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