



THE UNITED STATES VIRGIN ISLANDS  
**OFFICE OF THE LIEUTENANT GOVERNOR**  
**DIVISION OF CORPORATIONS AND TRADEMARKS**



**ANNUAL REPORT - DOMESTIC AND FOREIGN CORPORATION**

CORPORATE FILINGS AND REQUISITE TAXES ARE DUE, EACH YEAR, ON OR BEFORE JUNE 30<sup>th</sup>. AVOID PENALTIES AND INTEREST BY PAYING ON TIME.

TODAY'S DATE	TAX CLOSING DATE	EMPLOYER IDENTIFICATION NO. (EIN)
6/30/2013	12/31/2012	66-0629194

**SECTION 1**

CORPORATION NAME Geepers, Inc.  
 ADDRESS OF MAIN OFFICE 6100 Red Hook Quarter, B3 St. Thomas, U.S. Virgin Islands 00802  
 ADDRESS OF PRINCIPLE USVI OFFICE Business Basics VI, LLC 9100 Port of Sale Mall Suite 15 St. Thomas U.S. Virgin Islands 00802  
 DATE OF INCORPORATION 8/18/2003  
 COUNTRY/STATE OF INCORPORATION U. S. Virgin Islands  
 AMOUNT OF AUTHORIZED CAPITAL STOCK AT CLOSE OF FISCAL YEAR 1,000 shares no par value  
 AMOUNT OF PAID-IN CAPITAL CAPITAL AT CLOSE OF FISCAL YEAR 1,000  
 AMOUNT OF CAPITAL USED IN CONDUCTING BUSINESS WITHIN THE USVI DURING THE FISCAL YEAR 1,000

*use info from last year*

**SECTION 2**

NAMES AND ADDRESSES OF ALL DIRECTORS AND OFFICERS OF THE CORPORATION AT THE CLOSE OF FISCAL YEAR AND EXPIRATION DATES OF TERMS OF OFFICE -

NAME/TITLE	ADDRESS	TERM EXPIRATION
Jeffrey E Epstein President/Director	6100 Red Hook Quarter, B3 St. Thomas, USVI 00802	Serves until successor elected
Cecile de Jongh /Director	[Redacted] . Box 8361, St. Thomas, USVI 00802	Serves until successor elected
Darren K. Indyke Secretary/Treasurer/Director	2 Kean Court, Livingston NJ 07039	Serves until successor elected

I DECLARE, UNDER PENALTY OF PERJURY, UNDER THE LAWS OF THE UNITED STATES VIRGIN ISLANDS, THAT ALL STATEMENTS CONTAINED IN THIS APPLICATION, AND ANY ACCOMPANYING DOCUMENTS, ARE TRUE AND CORRECT, WITH FULL KNOWLEDGE THAT ALL STATEMENTS MADE IN THIS APPLICATION ARE SUBJECT TO INVESTIGATION AND THAT ANY FALSE OR DISHONEST ANSWER TO ANY QUESTION MAY BE GROUNDS FOR DENIAL OR SUBSEQUENT REVOCATION OF REGISTRATION.

**TREASURER**

**PRESIDENT**

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
Darren Indyke  
 PRINTED FIRST NAME AND LAST NAME

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
Jeffrey Epstein  
 PRINTED FIRST NAME AND LAST NAME

- IF THE LAST REPORT DOES NOT COVER THE PERIOD IMMEDIATELY PRECEDING THE REPORT PERIOD COVERED BY THIS REPORT, A SUPPLEMENTARY REPORT ON THE SAME MUST BE FILED, BRIDGING THE GAP BETWEEN THE TWO REPORTS.
- THIS REPORT IS NOT CONSIDERED COMPLETE UNLESS ACCOMPANIED BY A GENERAL BALANCE SHEET AND PROFIT AND LOSS STATEMENT FOR THE LAST FISCAL YEAR, AS REQUIRED BY THE VIRGIN ISLANDS CODE. FINANCIAL STATEMENTS SHOULD BE SIGNED BY AN INDEPENDENT PUBLIC ACCOUNTANT.
- FOREIGN SALES CORPORATIONS THAT ARE REGISTERED WITH THE SECURITY AND EXCHANGE COMMISSION MUST FURNISH EVIDENCE OF SUCH REGISTRATION AND COMPLY WITH BALANCE SHEET AND PROFIT AND LOSS STATEMENTS. FCSS THAT ARE NOT REGISTERED WITH THE COMMISSION ARE EXEMPT FROM FILING THE GENERAL BALANCE SHEET AND THE PROFIT AND LOSS STATEMENT.



THE UNITED STATES VIRGIN ISLANDS  
**OFFICE OF THE LIEUTENANT GOVERNOR**  
**DIVISION OF CORPORATIONS AND TRADEMARKS**

5049 Kongens Gade  
 Charlotte Amalie, Virgin Islands 00802  
 Phone - 340.776.8515  
 Fax - 340.776.4612

1105 King Street  
 Christiansted, Virgin Islands 00820  
 Phone - 340.773.6449  
 Fax - 340.773.0330

**FRANCHISE TAX REPORT - DOMESTIC CORPORATION**  
 CORPORATE FILINGS AND REQUISITE TAXES ARE DUE, EACH YEAR, ON OR BEFORE JUNE 30<sup>th</sup>.  
 AVOID PENALTIES AND INTEREST BY PAYING ON TIME.

TODAY'S DATE	6/30/2013
TAX CLOSING DATE	12/31/2012
EMPLOYER IDENTIFICATION NO. (EIN)	[REDACTED]

**SECTION 1**

CORPORATION NAME	Geepers, Inc.
PHYSICAL ADDRESS	6100 Red Hook Quarter, B3 St. Thomas U.S. Virgin Islands 00802
MAILING ADDRESS	6100 Red Hook Quarter, B3 St. Thomas U.S. Virgin Islands 00802
DATE OF INCORPORATION	8/18/2003
NATURE OF BUSINESS	Services

**SECTION 2**

CAPITAL STOCK AUTHORIZED ON LAST FILED REPORT	_____	1000 shares no par value
CAPITAL STOCK AUTHORIZED ON THIS DATE	_____	1000 shares no par value

**SECTION 3 - PAID-IN CAPITAL STOCK USED IN CONDUCTING BUSINESS**

A. AS SHOWN ON LAST FILED REPORT	\$1,000
B. ADDITIONAL CAPITAL PAID SINCE LAST REPORT	\$ 0
C. SUM OF 'A' AND 'B' ABOVE	\$1,000
D. PAID-IN CAPITAL WITHDRAWN SINCE LAST REPORT	\$ 0
E. PAID-IN CAPITAL STOCK AT DATE OF THIS REPORT	\$1,000
F. HIGHEST TOTAL PAID-IN CAPITAL STOCK DURING REPORTING PERIOD	\$1,000

**SECTION 4 - COMPUTATION OF TAX**

A. AT RATE OF \$1.50 PER THOUSAND (PLEASE ROUND DOWN TO THE NEAREST THOUSAND) ON HIGHEST TOTAL PAID-IN CAPITAL STOCK AS REPORTED ON LINE 3F ABOVE	\$150.00
B. TAX DUE (4A OR \$150.00 (WHICHEVER IS GREATER))	\$150.00

**SECTION 5 - PENALTY AND INTEREST FOR LATE PAYMENT**

A. PENALTY - 20% OR \$50.00 (WHICHEVER IS GREATER) OF 4B	_____
B. INTEREST - 1% COMPOUNDED ANNUALLY FOR EACH MONTH, OR PART THEREOF, BY WHICH PAYMENT IS DELAYED BEYOND THE JUNE 30 <sup>th</sup> DEADLINE	_____
C. TOTAL PENALTY AND INTEREST	_____

**SECTION 6 - TOTAL DUE (TAXES, PENALTY, INTEREST)**  
 SUM OF 4B AND 5C

\$150.00

I DECLARE, UNDER PENALTY OF PERJURY, UNDER THE LAWS OF THE UNITED STATES VIRGIN ISLANDS, THAT ALL STATEMENTS CONTAINED IN THIS APPLICATION, AND ANY ACCOMPANYING DOCUMENTS, ARE TRUE AND CORRECT, WITH FULL KNOWLEDGE THAT ALL STATEMENTS MADE IN THIS APPLICATION ARE SUBJECT TO INVESTIGATION AND THAT ANY FALSE OR DISHONEST ANSWER TO ANY QUESTION MAY BE GROUNDS FOR DENIAL OR SUBSEQUENT REVOCATION OF REGISTRATION.

TREASURER

PRESIDENT

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

Darren Indyka  
 PRINTED FIRST NAME AND LAST NAME

Jeffrey E. Epstein  
 PRINTED FIRST NAME AND LAST NAME

Geepers, Inc.  
BALANCE SHEET  
December 31, 2012

STOCK SUBSCRIPTION RECEIVABLE	\$	1,000
TOTAL ASSETS	\$	<u>1,000</u>
STOCKHOLDER'S EQUITY		
Paid In Capital	\$	<u>1,000</u>
TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY	\$	<u>1,000</u>

STATEMENT OF INCOME AND RETAINED EARNINGS  
Year ended December 31, 2012

No activity

Cash



THE UNITED STATES VIRGIN ISLANDS  
**OFFICE OF THE LIEUTENANT GOVERNOR**  
**DIVISION OF CORPORATIONS AND TRADEMARKS**

5049 Kongens Gade  
 Charlotte Amalie, Virgin Islands 00802  
 Phone - 340.776.8515  
 Fax - 340.776.4612

1105 King Street  
 Christiansted, Virgin Islands 00820  
 Phone - 340.773.6449  
 Fax - 340.773.0330

**ANNUAL REPORT – DOMESTIC AND FOREIGN CORPORATION**

CORPORATE FILINGS AND REQUISITE TAXES ARE DUE, EACH YEAR, ON OR BEFORE JUNE 30<sup>th</sup>. AVOID PENALTIES AND INTEREST BY PAYING ON TIME.

TODAY'S DATE	TAX CLOSING DATE	EMPLOYER IDENTIFICATION NO. (EIN)
6/30/2013	12/31/2012	[REDACTED]

**SECTION 1**

CORPORATION NAME Jeepers, Inc.  
 ADDRESS OF MAIN OFFICE 8100 Red Hook Quarter, B3 St. Thomas, U.S. Virgin Islands 00802  
 ADDRESS OF PRINCIPLE USVI OFFICE Business Basics VI, LLC, 9100 Port of Sale Mall Suite 15, St. Thomas U.S. Virgin Islands 00802  
 DATE OF INCORPORATION 8/18/2003  
 COUNTRY/STATE OF INCORPORATION U. S. Virgin Islands  
 AMOUNT OF AUTHORIZED CAPITAL STOCK AT CLOSE OF FISCAL YEAR 1,000 shares no par value  
 AMOUNT OF PAID-IN CAPITAL CAPITAL AT CLOSE OF FISCAL YEAR 1,000  
 AMOUNT OF CAPITAL USED IN CONDUCTING BUSINESS WITHIN THE USVI DURING THE FISCAL YEAR 1,000

**SECTION 2**

NAMES AND ADDRESSES OF ALL DIRECTORS AND OFFICERS OF THE CORPORATION AT THE CLOSE OF FISCAL YEAR AND EXPIRATION DATES OF TERMS OF OFFICE –

NAME/TITLE	ADDRESS	TERM EXPIRATION
Jeffrey E Epstein President/Director	6100 Red Hook Quarter, B3 St. Thomas, USVI 00802	Serves until successor elected
Cecile de Jongh /Director	[REDACTED]	Serves until successor elected
Darren K. Indyke Secretary/Treasurer/Director	[REDACTED]	Serves until successor elected

I DECLARE, UNDER PENALTY OF PERJURY, UNDER THE LAWS OF THE UNITED STATES VIRGIN ISLANDS, THAT ALL STATEMENTS CONTAINED IN THIS APPLICATION, AND ANY ACCOMPANYING DOCUMENTS, ARE TRUE AND CORRECT, WITH FULL KNOWLEDGE THAT ALL STATEMENTS MADE IN THIS APPLICATION ARE SUBJECT TO INVESTIGATION AND THAT ANY FALSE OR DISHONEST ANSWER TO ANY QUESTION MAY BE GROUNDS FOR DENIAL OR SUBSEQUENT REVOCATION OF REGISTRATION.

TREASURER

PRESIDENT

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
Darren Indyke  
 PRINTED FIRST NAME AND LAST NAME

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
Jeffrey Epstein  
 PRINTED FIRST NAME AND LAST NAME

- IF THE LAST REPORT DOES NOT COVER THE PERIOD IMMEDIATELY PRECEDING THE REPORT PERIOD COVERED BY THIS REPORT, A SUPPLEMENTARY REPORT ON THE SAME MUST BE FILED, BRIDGING THE GAP BETWEEN THE TWO REPORTS.
- THIS REPORT IS NOT CONSIDERED COMPLETE UNLESS ACCOMPANIED BY A GENERAL BALANCE SHEET AND PROFIT AND LOSS STATEMENT FOR THE LAST FISCAL YEAR, AS REQUIRED BY THE VIRGIN ISLANDS CODE. FINANCIAL STATEMENTS SHOULD BE SIGNED BY AN INDEPENDENT PUBLIC ACCOUNTANT.
- FOREIGN SALES CORPORATIONS THAT ARE REGISTERED WITH THE SECURITY AND EXCHANGE COMMISSION MUST FURNISH EVIDENCE OF SUCH REGISTRATION AND COMPLY WITH BALANCE SHEET AND PROFIT AND LOSS STATEMENTS. FCSS THAT ARE NOT REGISTERED WITH THE COMMISSION ARE EXEMPT FROM FILING THE GENERAL BALANCE SHEET AND THE PROFIT AND LOSS STATEMENT.



THE UNITED STATES VIRGIN ISLANDS  
**OFFICE OF THE LIEUTENANT GOVERNOR**  
**DIVISION OF CORPORATIONS AND TRADEMARKS**

5049 Kongens Gade  
 Charlotte Amalie, Virgin Islands 00802  
 Phone - 340.776.8515  
 Fax - 340.776.4612

1105 King Street  
 Christiansted, Virgin Islands 00820  
 Phone - 340.773.6449  
 Fax - 340.773.0330

**FRANCHISE TAX REPORT - DOMESTIC CORPORATION**  
 CORPORATE FILINGS AND REQUISITE TAXES ARE DUE, EACH YEAR, ON OR BEFORE JUNE 30<sup>th</sup>.  
 AVOID PENALTIES AND INTEREST BY PAYING ON TIME.

TODAY'S DATE	6/30/2013
TAX CLOSING DATE	12/31/2012
EMPLOYER IDENTIFICATION NO. (EIN)	██████████

**SECTION 1**

CORPORATION NAME	Jeepers, Inc.
PHYSICAL ADDRESS	6100 Red Hook Quarter, B3, St. Thomas, U.S. Virgin Islands 00802
MAILING ADDRESS	6100 Red Hook Quarter, B3, St. Thomas, U.S. Virgin Islands 00802
DATE OF INCORPORATION	8/18/2003
NATURE OF BUSINESS	Services

**SECTION 2**

CAPITAL STOCK AUTHORIZED ON LAST FILED REPORT	_____	1000 shares no par value
CAPITAL STOCK AUTHORIZED ON THIS DATE	_____	1000 shares no par value

**SECTION 3 - PAID-IN CAPITAL STOCK USED IN CONDUCTING BUSINESS**

A. AS SHOWN ON LAST FILED REPORT	\$1,000
B. ADDITIONAL CAPITAL PAID SINCE LAST REPORT	\$ 0
C. SUM OF 'A' AND 'B' ABOVE	\$1,000
D. PAID-IN CAPITAL WITHDRAWN SINCE LAST REPORT	\$ 0
E. PAID-IN CAPITAL STOCK AT DATE OF THIS REPORT	\$1,000
F. HIGHEST TOTAL PAID-IN CAPITAL STOCK DURING REPORTING PERIOD	\$1,000

**SECTION 4 - COMPUTATION OF TAX**

A. AT RATE OF \$1.50 PER THOUSAND (PLEASE ROUND DOWN TO THE NEAREST THOUSAND) ON HIGHEST TOTAL PAID-IN CAPITAL STOCK AS REPORTED ON LINE 3F ABOVE	\$150.00
B. TAX DUE (4A OR \$150.00 (WHICHEVER IS GREATER))	\$150.00

**SECTION 5 - PENALTY AND INTEREST FOR LATE PAYMENT**

A. PENALTY - 20% OR \$50.00 (WHICHEVER IS GREATER) OF 4B	_____
B. INTEREST - 1% COMPOUNDED ANNUALLY FOR EACH MONTH, OR PART THEREOF, BY WHICH PAYMENT IS DELAYED BEYOND THE JUNE 30 <sup>th</sup> DEADLINE	_____
C. TOTAL PENALTY AND INTEREST	_____

**SECTION 6 - TOTAL DUE (TAXES, PENALTY, INTEREST)**  
 SUM OF 4B AND 5C

\$150.00

I DECLARE, UNDER PENALTY OF PERJURY, UNDER THE LAWS OF THE UNITED STATES VIRGIN ISLANDS, THAT ALL STATEMENTS CONTAINED IN THIS APPLICATION, AND ANY ACCOMPANYING DOCUMENTS, ARE TRUE AND CORRECT, WITH FULL KNOWLEDGE THAT ALL STATEMENTS MADE IN THIS APPLICATION ARE SUBJECT TO INVESTIGATION AND THAT ANY FALSE OR DISHONEST ANSWER TO ANY QUESTION MAY BE GROUNDS FOR DENIAL OR SUBSEQUENT REVOCATION OF REGISTRATION.

TREASURER

PRESIDENT

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

Darren Indyke  
 PRINTED FIRST NAME AND LAST NAME

Jeffrey E. Epstein  
 PRINTED FIRST NAME AND LAST NAME

*why state  
actual  
and*

Jeebers, Inc.  
EIN # [REDACTED]  
BALANCE SHEET  
December 31, 2012

*Is this what you did last year?*

CASH	\$	5,541,964
INVESTMENT		66,696,031
TOTAL ASSETS	\$	<u>72,237,995</u>
STOCKHOLDER'S EQUITY		
Common stock	\$	1,000
Surplus		117,067,882
Accumulated deficit		<u>(44,830,887)</u>
		<u>72,237,995</u>
TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY	\$	<u>72,237,995</u>

STATEMENT OF INCOME AND RETAINED EARNINGS  
Year ended December 31, 2012

Investment losses	\$	(23,871,724)
Total revenues		<u>(23,871,724)</u>
General and administrative expenses		150
Total expenses		<u>150</u>
NET INCOME		(23,871,874)
BEGINNING RETAINED EARNINGS		(19,959,013)
Less: Distributions		(1,000,000)
ENDING RETAINED EARNINGS	\$	<u>(44,830,887)</u>

**JEEPERS, INC.**  
6100 RED HOOK QTRS, B3  
ST THOMAS, VI 00802-1348

FIRSTBANK PUERTO RICO  
ST. THOMAS, VI 00802  
101-7285/2216

1040

6/5/2013

PAY TO THE ORDER OF Government of the Virgin Islands \$ \*\*150.00

One Hundred Fifty and 00/100\*\*\*\*\* DOLLARS

Government of the Virgin Islands

Franchise tax - 6/30/13

⑈001010⑈ 1221672851⑈ 717⑈ 10030636⑈

Government of the Virgin Islands	EIN [REDACTED]	Franchise tax - 6/30/13	6/5/2013	1040
				150.00

First Bank Checking A Franchise tax - 6/30/13 150.00

Government of the Virgin Islands	EIN [REDACTED]	Franchise tax - 6/30/13	6/5/2013	1040
				150.00

PAYMENT  
RECORDED

First Bank Checking A Franchise tax - 6/30/13 150.00

# ANNUAL REPORT

## ON DOMESTIC OR FOREIGN NON-PROFIT CORPORATIONS

(DUE ON OR BEFORE JUNE 30 OF EACH YEAR)

PURSUANT TO SECTIONS 371 AND 373, CHAPTER 1, TITLE 13, OF THE VIRGIN ISLANDS CODE, REQUIRING THE FILING OF ANNUAL REPORTS BY DOMESTIC AND FOREIGN CORPORATIONS, THE FOLLOWING STATEMENT IS FILED WITH THE OFFICE OF THE LIEUTENANT GOVERNOR.

NAME OF CORPORATION: Enhanced Education (J. Epstein Virgin Islands Foundation, Inc.)

TAX IDENTIFICATION NUMBER: 66-0585379

ADDRESS OF MAIN OFFICE: 6100 Red Hook Quarter, B3, St. Thomas, VI 00802

PRINCIPAL OFFICE IN THE VIRGIN ISLANDS: 6100 Red Hook Quarter, Suite B3, St. Thomas, VI 00802

RESIDENT OR AUTHORIZED AGENT IN THE VI: Business Basics VI LLC, 9100 Port of Sale Mall Suite 13, St. Thomas U.S. Virgin Islands 00802

COUNTRY OR STATE IN WHICH INCORPORATED: United States Virgin Islands

FISCAL YEAR COVERED BY LAST REPORT FILED: December 31, 2011

FISCAL YEAR COVERED BY THIS REPORT: December 31, 2012

### NAME AND ADDRESSES OF DIRECTORS AND OFFICERS OF THE COMPANY AT THE CLOSE OF FISCAL YEAR AND EXPIRATION DATES OF TERMS OF OFFICE

Jeffrey Epstein President/Trustee

6100 Red Hook Quarter, B3, St. Thomas, USVI 00802

Darren Indyke, Vice President/Trustee

[REDACTED]

Erika Kellerhals - Treasurer/Secretary

[REDACTED]

DATED June 30, 2013

VERIFIED \_\_\_\_\_  
(PRESIDENT OR VICE PRESIDENT)

\_\_\_\_\_  
(TREASURER OR ASST. TREASURER)

1. If last report filed does not cover the period immediately preceding this period covered by this report, a supplementary report on the same form must be filed, bridging the gap, if any, between the two reports.
2. THIS REPORT IS NOT COMPLETE NOR ACCEPTABLE UNLESS ACCOMPANIED BY GENERAL BALANCE SHEET AND PROFIT AND LOSS STATEMENT FOR THE LAST FISCAL YEAR AS REQUIRED BY THE VIRGIN ISLANDS CODE. FINANCIAL STATEMENTS SHOULD BE SIGNED BY AN INDEPENDENT PUBLIC ACCOUNTANT.



THE UNITED STATES VIRGIN ISLANDS  
**OFFICE OF THE LIEUTENANT GOVERNOR**  
**DIVISION OF CORPORATIONS AND TRADEMARKS**

5049 Kongens Gade  
 Charlotte Amalie, Virgin Islands 00802  
 Phone - 340.776.8515  
 Fax - 340.776.4612

1105 King Street  
 Christiansted, Virgin Islands 00820  
 Phone - 340.773.6449  
 Fax - 340.773.0330

**ANNUAL REPORT - DOMESTIC AND FOREIGN CORPORATION**

CORPORATE FILINGS AND REQUISITE TAXES ARE DUE, EACH YEAR, ON OR BEFORE JUNE 30<sup>TH</sup>. AVOID PENALTIES AND INTEREST BY PAYING ON TIME.

TODAY'S DATE	TAX CLOSING DATE	EMPLOYER IDENTIFICATION NO. (EIN)
6/30/2013	12/31/2012	[REDACTED]

**SECTION 1**

CORPORATION NAME FT Real Estate, Inc.  
 ADDRESS OF MAIN OFFICE 6100 Red Hook Quarter, B3 St. Thomas, U.S. Virgin Islands 00802  
 ADDRESS OF PRINCIPLE USVI OFFICE Business Basics VI, LLC, 9100 Port of Sale Mall Suite 15 St. Thomas U.S. Virgin Islands 00802  
 DATE OF INCORPORATION 5/7/2007  
 COUNTRY/STATE OF INCORPORATION U. S. Virgin Islands  
 AMOUNT OF AUTHORIZED CAPITAL STOCK AT CLOSE OF FISCAL YEAR 1,000 shares no par value  
 AMOUNT OF PAID-IN CAPITAL CAPITAL AT CLOSE OF FISCAL YEAR 1,000  
 AMOUNT OF CAPITAL USED IN CONDUCTING BUSINESS WITHIN THE USVI DURING THE FISCAL YEAR 1,000

**SECTION 2**

NAMES AND ADDRESSES OF ALL DIRECTORS AND OFFICERS OF THE CORPORATION AT THE CLOSE OF FISCAL YEAR AND EXPIRATION DATES OF TERMS OF OFFICE -

NAME/TITLE	ADDRESS	TERM EXPIRATION
Jeffrey E Epstein President/Director	6100 Red Hook Quarter, B3, St. Thomas USVI 00802	Serves until successor elected
Jeanne Brennan Treasurer/Director	6501 Red Hook Plaza, Ste. 201, ST. Thomas, USVI 00802	Serves until successor elected
Darren K. Indyke Vice President/Secretary/Director	[REDACTED]	Serves until successor elected

I DECLARE, UNDER PENALTY OF PERJURY, UNDER THE LAWS OF THE UNITED STATES VIRGIN ISLANDS, THAT ALL STATEMENTS CONTAINED IN THIS APPLICATION, AND ANY ACCOMPANYING DOCUMENTS, ARE TRUE AND CORRECT, WITH FULL KNOWLEDGE THAT ALL STATEMENTS MADE IN THIS APPLICATION ARE SUBJECT TO INVESTIGATION AND THAT ANY FALSE OR DISHONEST ANSWER TO ANY QUESTION MAY BE GROUNDS FOR DENIAL OR SUBSEQUENT REVOCATION OF REGISTRATION.

TREASURER

PRESIDENT

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
 Jeanne Brennan  
 PRINTED FIRST NAME AND LAST NAME

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
 Jeffrey Epstein  
 PRINTED FIRST NAME AND LAST NAME

- IF THE LAST REPORT DOES NOT COVER THE PERIOD IMMEDIATELY PRECEDING THE REPORT PERIOD COVERED BY THIS REPORT, A SUPPLEMENTARY REPORT ON THE SAME MUST BE FILED, BRIDGING THE GAP BETWEEN THE TWO REPORTS.
- THIS REPORT IS NOT CONSIDERED COMPLETE UNLESS ACCOMPANIED BY A GENERAL BALANCE SHEET AND PROFIT AND LOSS STATEMENT FOR THE LAST FISCAL YEAR, AS REQUIRED BY THE VIRGIN ISLANDS CODE. FINANCIAL STATEMENTS SHOULD BE SIGNED BY AN INDEPENDENT PUBLIC ACCOUNTANT.
- FOREIGN SALES CORPORATIONS THAT ARE REGISTERED WITH THE SECURITY AND EXCHANGE COMMISSION MUST FURNISH EVIDENCE OF SUCH REGISTRATION AND COMPLY WITH BALANCE SHEET AND PROFIT AND LOSS STATEMENTS. FCSS THAT ARE NOT REGISTERED WITH THE COMMISSION ARE EXEMPT FROM FILING THE GENERAL BALANCE SHEET AND THE PROFIT AND LOSS STATEMENT.



THE UNITED STATES VIRGIN ISLANDS  
**OFFICE OF THE LIEUTENANT GOVERNOR**  
**DIVISION OF CORPORATIONS AND TRADEMARKS**

5049 Kongens Gade  
 Charlotte Amalie, Virgin Islands 00802  
 Phone - 340.776.8515  
 Fax - 340.776.4612

1105 King Street  
 Christiansted, Virgin Islands 00820  
 Phone - 340.773.6449  
 Fax - 340.773.0330

**FRANCHISE TAX REPORT - DOMESTIC CORPORATION**  
 CORPORATE FILINGS AND REQUISITE TAXES ARE DUE, EACH YEAR, ON OR BEFORE JUNE 30<sup>th</sup>.  
 AVOID PENALTIES AND INTEREST BY PAYING ON TIME.

TODAY'S DATE	6/30/2013
TAX CLOSING DATE	12/31/2012
EMPLOYER IDENTIFICATION NO. (EIN)	██████████

**SECTION 1**

CORPORATION NAME	FT Real Estate, Inc.
PHYSICAL ADDRESS	6100 Red Hook Quarter, B3, St. Thomas, U.S. Virgin Islands 00802
MAILING ADDRESS	6100 Red Hook Quarter, B3, St. Thomas, U.S. Virgin Islands 00802
DATE OF INCORPORATION	5/7/2007
NATURE OF BUSINESS	Real Estate

**SECTION 2**

CAPITAL STOCK AUTHORIZED ON LAST FILED REPORT	_____	1000 shares no par value
CAPITAL STOCK AUTHORIZED ON THIS DATE	_____	1000 shares no par value

**SECTION 3 - PAID-IN CAPITAL STOCK USED IN CONDUCTING BUSINESS**

A. AS SHOWN ON LAST FILED REPORT	\$1,000
B. ADDITIONAL CAPITAL PAID SINCE LAST REPORT	\$ 0
C. SUM OF 'A' AND 'B' ABOVE	\$1,000
D. PAID-IN CAPITAL WITHDRAWN SINCE LAST REPORT	\$ 0
E. PAID-IN CAPITAL STOCK AT DATE OF THIS REPORT	\$1,000
F. HIGHEST TOTAL PAID-IN CAPITAL STOCK DURING REPORTING PERIOD	\$1,000

**SECTION 4 - COMPUTATION OF TAX**

A. AT RATE OF \$1.50 PER THOUSAND (PLEASE ROUND DOWN TO THE NEAREST THOUSAND) ON HIGHEST TOTAL PAID-IN CAPITAL STOCK AS REPORTED ON LINE 3F ABOVE	\$150.00
B. TAX DUE (4A OR \$150.00 (WHICHEVER IS GREATER))	\$150.00

**SECTION 5 - PENALTY AND INTEREST FOR LATE PAYMENT**

A. PENALTY - 20% OR \$50.00 (WHICHEVER IS GREATER) OF 4B	_____
B. INTEREST - 1% COMPOUNDED ANNUALLY FOR EACH MONTH, OR PART THEREOF, BY WHICH PAYMENT IS DELAYED BEYOND THE JUNE 30 <sup>th</sup> DEADLINE	_____
C. TOTAL PENALTY AND INTEREST	_____

**SECTION 6 - TOTAL DUE (TAXES, PENALTY, INTEREST)**  
 SUM OF 4B AND 5C

\$150.00

I DECLARE, UNDER PENALTY OF PERJURY, UNDER THE LAWS OF THE UNITED STATES VIRGIN ISLANDS, THAT ALL STATEMENTS CONTAINED IN THIS APPLICATION, AND ANY ACCOMPANYING DOCUMENTS, ARE TRUE AND CORRECT, WITH FULL KNOWLEDGE THAT ALL STATEMENTS MADE IN THIS APPLICATION ARE SUBJECT TO INVESTIGATION AND THAT ANY FALSE OR DISHONEST ANSWER TO ANY QUESTION MAY BE GROUNDS FOR DENIAL OR SUBSEQUENT REVOCATION OF REGISTRATION.

TREASURER

PRESIDENT

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

Jeane Brennan  
 PRINTED FIRST NAME AND LAST NAME

Jeffrey E. Epstein  
 PRINTED FIRST NAME AND LAST NAME

Why include balance sheet when we have 1,000 ag?

FT Real Estate  
 EIN # [REDACTED]  
 BALANCE SHEET  
 As of December 31, 2012

did we do this last year

CASH	\$ 85,495
INVESTMENTS	1,420,500
<b>TOTAL ASSETS</b>	<b><u>\$ 1,505,995</u></b>
ACCOUNTS PAYABLE	43,747
LONG TERM DEBT	575,000
STOCKHOLDER'S EQUITY	
Common stock	\$ 1,000
Additional paid in capital	1,130,841
Accumulated deficit	<u>(244,593)</u>
	<u>887,248</u>
<b>TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY</b>	<b><u>\$ 1,505,995</u></b>

STATEMENT OF INCOME AND RETAINED EARNINGS  
 For the year ended December 31, 2012

Investment income	\$ 103
Total revenues	<u>103</u>
General and administrative expenses	1,252
Total expenses	<u>1,252</u>
NET LOSS	(1,149)
ACCUMULATED DEFICIT, beginning of year	(243,444)
ACCUMULATED DEFICIT, end of year	<u>\$ (244,593)</u>

FT REAL ESTATE, INC.  
6100 RED HOOK QTRS B3  
ST THOMAS, VI 00802-1348

FIRSTBANK PUERTO RICO  
ST. THOMAS, VI 00802  
101-7285/2216

1056

6/5/2013

PAY TO THE ORDER OF Government of the Virgin Islands

\$ \*\*150.00

One Hundred Fifty and 00/100\*\*\*\*\* DOLLARS

Government of the Virgin Islands

Franchise tax - 6/30/13

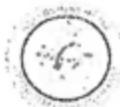
⑈001056⑈ ⑆22672851⑆ 717⑈ 1030966⑈

Government of the Virgin Islands  
EIN [REDACTED] Franchise tax - 6/30/13  
6/5/2013  
150.00

First Bank Franchise tax - 6/30/13 150.00

Government of the Virgin Islands  
EIN [REDACTED] Franchise tax - 6/30/13  
6/5/2013  
150.00

First Bank Franchise tax - 6/30/13 150.00



THE UNITED STATES VIRGIN ISLANDS  
 OFFICE OF THE LIEUTENANT GOVERNOR  
 DIVISION OF CORPORATIONS AND TRADEMARKS



1105 Kean Street  
 Christ Church

**ANNUAL REPORT – DOMESTIC AND FOREIGN CORPORATION**

CORPORATE FILINGS AND REQUISITE TAXES ARE DUE, EACH YEAR, ON OR BEFORE JUNE 30<sup>th</sup>. AVOID PENALTIES AND INTEREST BY PAYING ON TIME.

TODAY'S DATE	TAX CLOSING DATE	EMPLOYER IDENTIFICATION NO. (EIN)
6/30/2013	12/31/2012	[REDACTED]

SECTION 1

CORPORATION NAME Island Grounds, Inc.  
 ADDRESS OF MAIN OFFICE 6100 Red Hook Quarter, B3, St. Thomas, U.S. Virgin Islands 00802  
 ADDRESS OF PRINCIPLE USVI OFFICE Business Basics VJ, LLC, 9100 Port of Sale Mail Suite 15, St. Thomas U.S. Virgin Islands 00802  
 DATE OF INCORPORATION 7/6/2006  
 COUNTRY/STATE OF INCORPORATION U. S. Virgin Islands  
 AMOUNT OF AUTHORIZED CAPITAL STOCK AT CLOSE OF FISCAL YEAR 1,000 shares no par value  
 AMOUNT OF PAID-IN CAPITAL CAPITAL AT CLOSE OF FISCAL YEAR 1,000  
 AMOUNT OF CAPITAL USED IN CONDUCTING BUSINESS WITHIN THE USVI DURING THE FISCAL YEAR 1,000

SECTION 2

NAMES AND ADDRESSES OF ALL DIRECTORS AND OFFICERS OF THE CORPORATION AT THE CLOSE OF FISCAL YEAR AND EXPIRATION DATES OF TERMS OF OFFICE –

NAME/TITLE	ADDRESS	TERM EXPIRATION
Darren K. Indyke President/Director	2 Kean Court, Livingston, NJ 07039	Serves until successor elected
Richard Kahn Secretary/Treasurer/Director	130 East 75th Street, Apt 7E, New York, NY 10021	Serves until successor elected
Jeanne Brennan Vice President/Director	6501 Red Hook Plaza Ste 201, St. Thomas USVI 00802	Serves until successor elected

I DECLARE, UNDER PENALTY OF PERJURY, UNDER THE LAWS OF THE UNITED STATES VIRGIN ISLANDS, THAT ALL STATEMENTS CONTAINED IN THIS APPLICATION, AND ANY ACCOMPANYING DOCUMENTS, ARE TRUE AND CORRECT, WITH FULL KNOWLEDGE THAT ALL STATEMENTS MADE IN THIS APPLICATION ARE SUBJECT TO INVESTIGATION AND THAT ANY FALSE OR DISHONEST ANSWER TO ANY QUESTION MAY BE GROUNDS FOR DENIAL OR SUBSEQUENT REVOCATION OF REGISTRATION.

TREASURER

SIGNATURE Richard Kahn DATE \_\_\_\_\_  
 PRINTED FIRST NAME AND LAST NAME

PRESIDENT

SIGNATURE Jeffrey Epstein DATE \_\_\_\_\_  
 PRINTED FIRST NAME AND LAST NAME

- IF THE LAST REPORT DOES NOT COVER THE PERIOD IMMEDIATELY PRECEDING THE REPORT PERIOD COVERED BY THIS REPORT, A SUPPLEMENTARY REPORT ON THE SAME MUST BE FILED, BRIDGING THE GAP BETWEEN THE TWO REPORTS.
- THIS REPORT IS NOT CONSIDERED COMPLETE UNLESS ACCOMPANIED BY A GENERAL BALANCE SHEET AND PROFIT AND LOSS STATEMENT FOR THE LAST FISCAL YEAR, AS REQUIRED BY THE VIRGIN ISLANDS CODE. FINANCIAL STATEMENTS SHOULD BE SIGNED BY AN INDEPENDENT PUBLIC ACCOUNTANT.
- FOREIGN SALES CORPORATIONS THAT ARE REGISTERED WITH THE SECURITY AND EXCHANGE COMMISSION MUST FURNISH EVIDENCE OF SUCH REGISTRATION AND COMPLY WITH BALANCE SHEET AND PROFIT AND LOSS STATEMENTS. FCSS THAT ARE NOT REGISTERED WITH THE COMMISSION ARE EXEMPT FROM FILING THE GENERAL BALANCE SHEET AND THE PROFIT AND LOSS STATEMENT.



THE UNITED STATES VIRGIN ISLANDS  
 OFFICE OF THE LIEUTENANT GOVERNOR  
 DIVISION OF CORPORATIONS AND TRADEMARKS



**FRANCHISE TAX REPORT – DOMESTIC CORPORATION**

CORPORATE FILINGS AND REQUISITE TAXES ARE DUE, EACH YEAR, ON OR BEFORE JUNE 30<sup>th</sup>.  
 AVOID PENALTIES AND INTEREST BY PAYING ON TIME.

TODAY'S DATE	6/30/2013
TAX CLOSING DATE	12/31/2012
EMPLOYER IDENTIFICATION NO. (EIN)	[REDACTED]

SECTION 1

CORPORATION NAME	Island Grounds, Inc.
PHYSICAL ADDRESS	6100 Red Hook Quarter, B3 St. Thomas U.S. Virgin Islands 00802
MAILING ADDRESS	6100 Red Hook Quarter, B3 St. Thomas U.S. Virgin Islands 00802
DATE OF INCORPORATION	7/6/2006
NATURE OF BUSINESS	Services

SECTION 2

CAPITAL STOCK AUTHORIZED ON LAST FILED REPORT	_____	1000 shares no par value
CAPITAL STOCK AUTHORIZED ON THIS DATE	_____	1000 shares no par value

SECTION 3 - PAID-IN CAPITAL STOCK USED IN CONDUCTING BUSINESS

A. AS SHOWN ON LAST FILED REPORT	\$1,000
B. ADDITIONAL CAPITAL PAID SINCE LAST REPORT	\$ 0
C. SUM OF 'A' AND 'B' ABOVE	\$1,000
D. PAID-IN CAPITAL WITHDRAWN SINCE LAST REPORT	\$ 0
E. PAID-IN CAPITAL STOCK AT DATE OF THIS REPORT	\$1,000
F. HIGHEST TOTAL PAID-IN CAPITAL STOCK DURING REPORTING PERIOD	\$1,000

SECTION 4 - COMPUTATION OF TAX

A. AT RATE OF \$1.50 PER THOUSAND (PLEASE ROUND DOWN TO THE NEAREST THOUSAND) ON HIGHEST TOTAL PAID-IN CAPITAL STOCK AS REPORTED ON LINE 3F ABOVE	\$150.00
B. TAX DUE (4A OR \$150.00 (WHICHEVER IS GREATER))	\$150.00

SECTION 5 - PENALTY AND INTEREST FOR LATE PAYMENT

A. PENALTY - 20% OR \$50.00 (WHICHEVER IS GREATER) OF 4B	_____
B. INTEREST - 1% COMPOUNDED ANNUALLY FOR EACH MONTH, OR PART THEREOF, BY WHICH PAYMENT IS DELAYED BEYOND THE JUNE 30 <sup>th</sup> DEADLINE	_____
C. TOTAL PENALTY AND INTEREST	_____

SECTION 6 - TOTAL DUE (TAXES, PENALTY, INTEREST)

SUM OF 4B AND 5C	\$150.00
------------------	----------

I DECLARE, UNDER PENALTY OF PERJURY, UNDER THE LAWS OF THE UNITED STATES VIRGIN ISLANDS, THAT ALL STATEMENTS CONTAINED IN THIS APPLICATION, AND ANY ACCOMPANYING DOCUMENTS, ARE TRUE AND CORRECT, WITH FULL KNOWLEDGE THAT ALL STATEMENTS MADE IN THIS APPLICATION ARE SUBJECT TO INVESTIGATION AND THAT ANY FALSE OR DISHONEST ANSWER TO ANY QUESTION MAY BE GROUNDS FOR DENIAL OR SUBSEQUENT REVOCATION OF REGISTRATION.

TREASURER

PRESIDENT

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
 Richard Kahn

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
 Darren Indyko

why Balance Sheet w/ 1000?

Island Grounds, Inc.  
EIN # [REDACTED]  
BALANCE SHEET  
As of December 31, 2012

also  
Can we say no  
business in the  
VI when IG  
is charging a  
fee?

last year?

CASH	\$	132,063
ADVANCES		10,900
PREPAID EXPENSES		9,612
<b>TOTAL ASSETS</b>	<b>\$</b>	<b><u>152,575</u></b>
ACCOUNTS PAYABLE AND ADVANCES		78,360
STOCKHOLDER'S EQUITY		
Common stock	\$	1,000
Additional paid in capital		2,546
Retained earnings		<u>70,670</u>
		<u>74,215</u>
<b>TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY</b>	<b>\$</b>	<b><u>152,575</u></b>

STATEMENT OF INCOME AND RETAINED EARNINGS  
For the year ended December 31, 2012

Service income	\$	43,641
<b>Total income</b>		<b><u>43,641</u></b>
General and administrative expenses		213,247
<b>Total expenses</b>		<b><u>213,247</u></b>
<b>NET INCOME</b>		<b>(169,605)</b>
RETAINED EARNINGS, beginning of year		240,275
RETAINED EARNINGS, end of year	\$	<u>70,670</u>

Island Grounds Inc.  
6100 Red Hook Quarters, B-3  
St. Thomas, LIS VI 00802-1348

FIRSTBANK ST. THOMAS VIRGIN ISLANDS  
CHARLOTTE AMALIE, VI 00802  
101-7285/2216

6435

6/4/2013

PAY TO THE ORDER OF Government of the Virgin Islands

\$ 150.00

One Hundred Fifty and 00/100\*\*\*\*\* DOLLARS

Government of the Virgin Islands

A TAMPER RESISTANT TONER AREA

MEMO

Franchise tax - 6/30/13

⑈006435⑈ ⑆221672851⑆ ?17⑈ ⑆02981⑈

Island Grounds Inc.

Government of the Virgin Islands

Franchise tax - 6/30/13

6/4/2013

6435  
150.00

First Bank Operating Franchise tax - 6/30/13

150.00

Island Grounds Inc.

Government of the Virgin Islands

Franchise tax - 6/30/13

6/4/2013

6435  
150.00

PAYMENT  
RECORD

First Bank Operating Franchise tax - 6/30/13

150.00

