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INTRODUCTION

Welcome to this edition of the Liberian Corporate Registry's quarterly newsletter!

We encourage you to contact us with any of your Corporate requests and questions.

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Updates from

THE LIBERIAN CORPORATE REGISTRY

CORPORATE ENTITIES USED FOR MARITIME PURPOSES

We are proud that the Liberian Registry has continued to grow steadily and consistently. This is due in part to the strong growth in the Ship Registry; which has created a momentum within the Corporate Registry. The predominance of ship owning entities and the increasing numbers of shipping related single purpose vehicles has stirred interest in how various corporate entities can be very useful in the maritime business.

The most commonly used vessel owning structure is the Liberian non-resident corporation. Generally convenient for ship owning purposes, the Liberian corporation provides flexibility for many reasons;

- It is easy to form (within one day) with minimal requirements and very low in cost,
- It provides confidentiality in that bearer and/or registered shares are permitted,
- It can be disposed of when the vessel is sold, either in the form of an outright sale of the assets of the corporation, or a transfer of ownership of the shares of the corporation. If the assets are sold outright, then the corporation can easily be dissolved if no longer needed. In cases where the corporation owns several vessels, the corporation can dispose of assets without having to dissolve the entire corporation, and,
- It can be used as a direct owner of a vessel, or function as a bareboat charterer.

Please click this [link](#) for additional information on forming a Liberian non-resident corporation.

In the event that a corporation based in another jurisdiction owns a vessel, and the ownership will remain the same while the flag of the vessel will change, then the Foreign Maritime Entity or FME will be the only way to register the vessel with the flag. The Liberian FME has the power to own and operate vessels but cannot conduct any commercial activities in its name outside of the operation of the vessel. This way, the underlying owning entity remains intact and any loan agreements signed prior to the formation of the FME do not have to be altered. The mortgage itself will however be registered in the name of the FME after the flag change. Application to register as an FME takes slightly longer than the formation of a corporation, as it requires review of required documentation and qualification to register as such.

With the demand for the Liberian flag increasing, so is the demand for this type of entity. Detailed instructions on how to register an FME, as well as model forms, are available [here](#).

Recently we have seen a trend in the maritime industry to use the Liberian non-resident Liability Company (LLC) as vessel owning structures. The LLC is an entity designed to provide the limited liability features of a corporation with the operational flexibility of a partnership. It is a preferred form of entity for holding real estate and other forms of asset investment such as a vessel. The advantages of an LLC, such as members' protection from being personally liable for the debts and obligations of the LLC, single layer of taxation, simplicity and operational flexibility and reduced requirements for record keeping, make it an attractive vehicle for shipping purposes. For further information on LLCs, please check our website [here](#) as well as our [January newsletter](#).

LIBERIAN REGISTRY NAMED WINNER OF LLOYD'S LIST AMERICAS 2017 "MARITIME SERVICES AWARD"

We are proud to announce that the Liberian Registry, along with its partner, Prevention at Sea Ltd., were selected as the winner of the Lloyd's List Americas 2017 "Maritime Services Award" for its development of the Electronic Oil Record Book (e-ORB). The "Maritime Services Award" is for exceptional achievement or contribution to any service sector of the Americas maritime industry by a company, individual or organisation. According to Lloyd's List criteria for this award, "The winner . . . must be able to demonstrate how they have successfully set themselves apart, going above and beyond best practice to offer the shipping industry something exceptional." To learn more about the Liberian Registry's e-ORB (electronic oil record book), please visit: <http://www.lisrc.com/e-orb>.

BRING YOUR IDENTITY TO LIBERIA!

The Liberian Registry heralds over 60 years of customer satisfaction and support. This support can be extended to entities from other jurisdictions through re-domiciling into Liberia. The process of re-domiciliation does not require the dissolution of the original entity nor does it create a new entity. It essentially perpetuates the existence of a foreign entity and continues the entity's business history while providing the benefits of being a Liberian non-resident entity.

Re-domiciling into Liberia has never been simpler and is free of charge!

Through re-domiciliation into Liberia, entities can protect their anonymity and confidentiality while taking advantage of the fast, convenient, and affordable services offered by the Liberian Corporate Registry. Ask corporate@lisrc.com how you can take advantage of this exceptional service today.

EXECUTION OF DOCUMENTS FOR FILING WITH THE LIBERIAN REGISTRAR EXPLAINED

The Liberian Business Corporation Act (the "BCA") Section 1.4.3 specifies the requirements for the obligatory or voluntary filing of documents with the Registrar.

- Generally, documents for filing shall be executed by two officers of the corporation, unless only one person is appointed as an officer, in which case, by that one person. If the appointed officer is a legal person, the document shall be signed by the person or persons who are the authorized signatories of that legal person
- Alternatively, such documents can be executed by a duly authorized attorney in fact or in law, (POA). This alternative has one limitation, however, for documents submitted in respect of an Amendment to the Articles of Incorporation, which

Therefore, all corporate documents submitted for filing with the Registrar are required to be signed by officers of the corporation and not by the directors. Acceptable officer titles include President, Secretary, Treasurer, etc. A director may also hold an officer position(s) and execute the document with his/her officer's title(s) stated under the signature.

FOLLOW OUR BLOG

One of the features on our website, LiberianCorporations.com, is an active news blog. Blog topics include Registry news, events and informational articles.

You can read the latest blog entries [here](#). You can subscribe to the blog's news feed [here](#).

You can also connect with us via the social media links in the sidebar.

LOOKING FOR A 'NEW' JURISDICTION? BRING YOUR NEXT INCORPORATION REQUEST TO US!

Liberia is one of the oldest offshore jurisdictions. However, due to economic and political challenges of the 1990's, Liberia's status as a preferred jurisdiction fell to the wayside. Fortunately, Liberia has overcome many of the economic and political problems which have blighted its past. The increasing international recognition of Liberia's dramatic turnaround is evident – most significantly by the December 2011 presentation of the Nobel Peace Prize Award to the re-election of Liberian President Ellen Johnson Sirleaf.

Recent attacks on the high profile offshore financial centers by the OECD and certain leaders of the G20 have driven professional service providers to once again seek out new jurisdictions. Many have rediscovered Liberia, a 'new' jurisdiction, with over a half century track record of providing professional services to the world's financial and investment communities.

Liberian corporations are at the core of well-established private and public investments in all major financial sectors resulting in a significant percentage of global business activity being conducted through Liberian entities. Liberia is also home to the world's second-largest ship registry, with a current fleet of over 4,200 vessels of around 150 million gross tons.

For all of your future corporate needs, choose LIBERIA — you won't be disappointed.

See also our supporting article "[Why Liberia Now](#)".

