

F21000003763

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

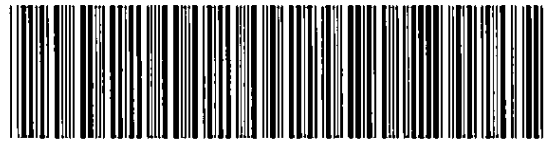
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2021 JUL -1 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FL

07/02/21--01001--005 **70.00

2021 JUL -1 PM 3:15

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Limewood Investment SA, INC

- _____ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____

Signature

Requested by: SETH

06/30/21

Name

Date

Time

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. LIMEWOOD INVESTMENTS SA INC
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. PANAMA 3. 98-1599863
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 01/14/2021 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)

6. 05/07/2021
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 9300 S DADELAND BLVD STE 600 MIAMI, FL 33156
(Principal office street address)

9300 S DADELAND BLVD STE 600 MIAMI, FL 33156
(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: KABAT.SCHERTZER.DELATORRE.TARABOULOS & CO

Office Address: 9300 S DADELAND BLVD STE 600

MIAMI, Florida 33156
(City) (Zip code)

FILED
2021 JUL -1 PM 12:51
DEPARTMENT OF STATE
TALLAHASSEE, FL

9. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Rabat Taraboulos
(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

A. DIRECTORS

Chairman Name: Luis Espinoza Battistini
 Vice Chairman Address: 9300 S DADELAND BLVD
 Director STE 600
 President MIAMI, FL 33156
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: _____
 Vice Chairman Address: _____
 Director _____
 President _____
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: _____
 Vice Chairman Address: _____
 Director _____
 President _____
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: _____
 Vice Chairman Address: _____
 Director _____
 President _____
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: _____
 Vice Chairman Address: _____
 Director _____
 President _____
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: _____
 Vice Chairman Address: _____
 Director _____
 President _____
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

12. _____
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. LUIS ESPINOZA BATTISTINI, DIRECTOR
(Typed or printed name and capacity of person signing application)

Translation from Spanish to English



Public Registry Office of Panamá
Signed by: LILIVA RUIZ HERRERA
DATE: 01.15.2021 19:56:00 – 05:00
Reason: Proceeding Completion
Location: Panamá, Panamá



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There appears the Coat of Arms of the Public Registry of Panamá

[In the Right-Hand Margin]

There appears a revenue stamp duly canceled

REGISTRATION CERTIFICATE

After completing the requested proceeding with Entry Number 9163/2021(0) filed before this Registry Office in person on 01/14/2021 at 03:51 p.m.

DOCUMENT HOLDER

LIMEWOOD INVESTMENTS S.A.

DOCUMENT(S) PRESENTED

PUBLIC DOCUMENT No. 555

AUTHORIZING OFFICIAL: NORMA MARLENIS VELASCO CEDENO No. 12

DATE: 01/14/2021

NUMBER OF COPIES: 1

PAYMENT DOCUMENT(S) PRESENTED

PAYMENT DOCUMENT WITH CARD 1628796

AMOUNT: SIXTY-FIVE BALBOAS (B./ 65.00)

PAYMENT DATE: 01/14/2021

ELECTRONIC ENTRY(IES) MADE IN THE TICKET

(BUSINESS) FOLIO No. 598433 RECORD No. 3 GENERAL OR SPECIAL POWER OF ATTORNEY OF A CORPORATION

SIGNED BY: LILIVA RUIZ HERRERA

REGISTRATION DATE: FRIDAY, JANUARY 15, 2021 (07:55 P.M.)



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There appears the rubber seal of the Twelfth Notarial Office

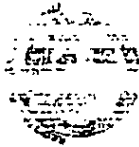


Validate this electronic document through the QR Code printed in the bottom of this page or through the Electronic Identifier: 89A1CBCF-6672-403A-95D7-BD81D884868
Public Registry of Panamá, (Address) Vía España, frente al Hospital San Fernando
Apartado Aéreo (P.O. Box) 08-30 – 1596 Panamá – Republic of Panamá (507) 501-6000



9163/2021 (0)

01/14/2021 03:51:36 p.m



[In the Left-Hand Margin there appears a barcode with the Number 916/2021(0)]



[In the Body]

There appears the Coat of Arms of the Republic of Panamá

[In the Right-Hand Margin]

There appears the rubber seal of the Twelfth Notarial office

REPUBLIC OF PANAMÁ
PROVINCE OF PANAMÁ
TWELFTH NOTARIAL OFFICE OF THE CIRCUIT OF PANAMÁ
Norma Marlenis Velasco C.
TWELFTH NOTARY PUBLIC

Telephone Numbers: 223-9423
223-4258

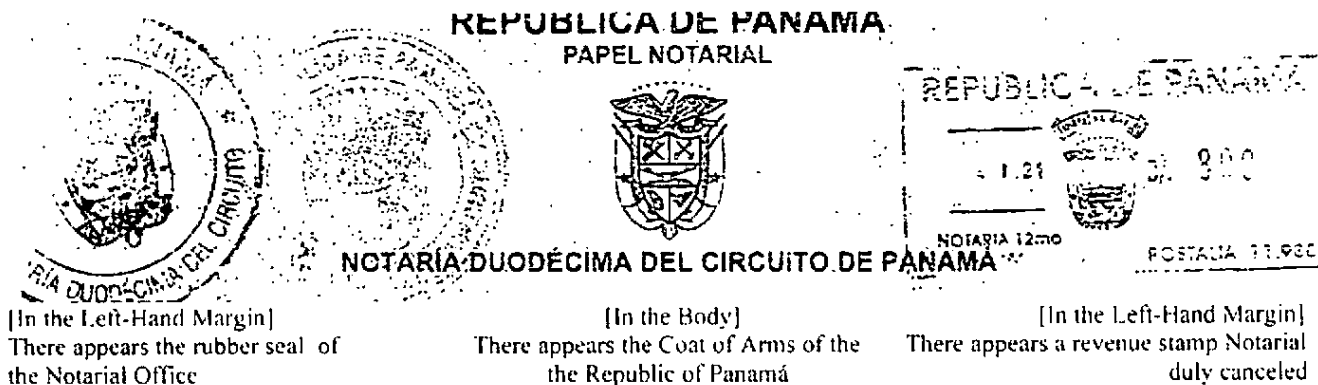
(Address) CAMPO ALEGRE EDIFICIO
ANGELIKI, LOCAL 1A, PLANTA BAJA
APDO POSTAL (P.O. BOX) 0832-00402,
REPUBLIC OF PANAMA

Fax: 223-9429

Hours:
Monday to Friday
8:00 am to 5:00 pm
Saturdays
9:00 am to 12:00 pm

COPY OF PUBLIC DOCUMENT No. 555 OF THE 14TH DAY OF JANUARY IN THE YEAR 2021

BY WHICH THE MINUTES OF THE EXTRAORDINARY MEETING OF SHAREHOLDERS OF THE CORPORATION NAMED LIMWOOD INVESTMENTS S.A. is registered.



PUBLIC DOCUMENT NUMBER FIVE HUNDRED FIFTY-FIVE (555)

By which the Minutes of the Extraordinary Meeting of Shareholders of the corporation named **LIMEWOOD INVESTMENTS S.A.** is registered.

Panamá, this 14th day of January in the year 2021

In the city of Panamá, capital of the Republic of Panamá and head of the Notarial Circuit of the same name, this fourteenth (14th) day of January in the year two thousand twenty-one (2021), before me: **Norma Marlenis Velasco Cedeño**, Twelfth Notary Public of the Circuit of Panamá, a female, of legal age, single, bearer of National Identification Card No. eight – two hundred fifty – three hundred thirty-eight (8-250-338), appeared in person: **Benito Fisher Aragon**, a male, Panamanian national, of legal age, practicing attorney, bearer of National identification Card No. three – seven hundred five – seven hundred thirty nine (3-705-739), a person that I can attest that I know, duly authorized for this proceeding, who gave me this Public Document for its registration, which I did in fact, which contains the Minutes of the Extraordinary Meeting of Shareholders of **LIMEWOOD INVESTMENTS S.A.**, a corporation duly established and active in agreement with the laws of the Republic of Panamá, and registered under the Folio Number five hundred ninety eight thousand four hundred thirty-three (598433) of the Business Section of the Public Registry Office of Panamá. The Minutes have been duly made, revised, and signed by **Benito Fisher Aragon**, a practicing attorney.

Once this document was read to the appearing parties and the witnesses: **Alexis Guerrel Rodriguez**, a male, Panamanian National, of legal age, single, with domicile in this city, bearer of National identification Card No. eight - four hundred eighty-six – six hundred seven (8-486-607); and **Simon Rodriguez Bonilla**, a male, Panamanian National, of legal age, single, with domicile in this city, bearer of National identification Card No. nine – one hundred seventy-four – two hundred (9-174-200); to whom I know and are competent: In witness whereof they set their hands before me, the Notary Public certifying this document.

THIS PUBLIC DOCUMENT HAS BEEN ASSIGNED WITH THE NUMBER FIVE HUNDRED FIFTY-FIVE (555) IN THE PROTOCOL OF THIS YEAR.

(L.S.) Benito Fisher Aragon – (L.S.) Alexis Guerrel Rodriguez – (L.S.) Simon Rodriguez Bonilla – (L.S.) Norma Marlenis Velasco Cedeño, Twelfth Notary Public of the Circuit of Panamá.

MINUTES OF THE EXTRAORDINARY MEETING OF SHAREHOLDERS OF THE CORPORATION NAMED LIMWOOD INVESTMENTS S.A.

An extraordinary session of **LIMWOOD INVESTMENTS S.A.**, a corporation duly established and active in agreement with the laws of the Republic of Panamá, and registered under the Folio Number five hundred ninety-eight thousand four hundred thirty-three (598433) of the Business Section of the Public Registry Office of Panamá, was held at the offices of the corporation located in the city of Lima, Republic of Perú, on the fifth (5th) day of January in the year two thousand twenty-one (2021), at eight (8:00) a.m.

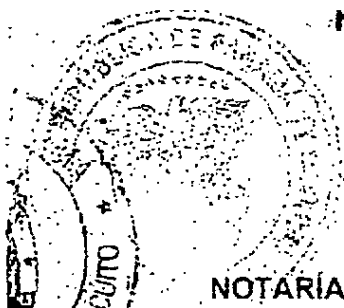
The meeting was presided by **MAXIMO HERRERA MOSCOL** as President, and **RENATO AURELIO PALOMINO** acted as Secretary, both as holders of such positions.

The Secretary informed that all the shares issued, paid, and in circulation were present and represented, therefore, it was not necessary to make a previous notification. The President declared the session open and stated that the purpose of the meeting was:

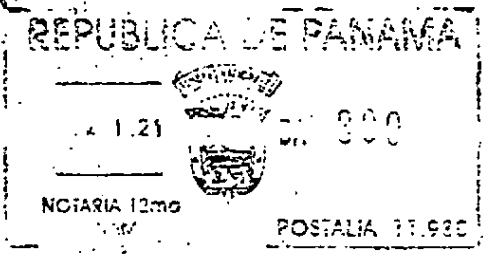
1. To consider conferring General Power of Attorney to **MAXIMO HERRERA MOSCOL**, a male, of legal age, a Peruvian national, attorney, bearer of Passport No. one one six three eight seven eight seven four (116387874), with domicile in Avenida Oscar R. Benavides, casa número cinco cero cuatro cuatro (five zero four four - 5044), apartamento número tres cero uno (apartment Number three zero one - 301), Edificio D (Building D), San José, Bella Vista, Callao, Republic of Perú, so acting in name and representation of **LIMWOOD INVESTMENTS S.A.**, performs in the Republic of Perú, Panamá, and/or any other country, several faculties in some way that this Power of Attorney is unique, valid, and existent since all the Powers of Attorney previous to this one are revoked, therefore are invalid and, additionally, for the validity of all the Powers of Attorney of this Corporation, they must be registered in the Public Registry Office of Panamá.
2. To consider authorizing **Benito Fisher Aragon** to register these Minutes.

After a motion was opened, seconded, and discussed, it was approved, by unanimity, a **RESOLUTION** that stipulates the following:

1. To confer **General Power of Attorney** to **MAXIMO HERRERA MOSCOL**, a male, of legal age, a Peruvian national, attorney, bearer of Passport No. one one six three eight seven eight seven four (116387874), with domicile in Avenida Oscar R. Benavides, casa número cinco cero cuatro cuatro (five zero four four - 5044), apartamento número tres cero uno (apartment Number three zero one - 301), Edificio



REPUBLICA DE PANAMA
PAPEL NOTARIAL



NOTARÍA DUODÉCIMA DEL CIRCUITO DE PANAMÁ

[In the Left-Hand Margin]
There appears the rubber seal of
the Notarial Office

[In the Body]
There appears the Coat of Arms of the
the Republic of Panamá

[In the Left-Hand Margin]
There appears a revenue stamp Notarial
duly canceled

LIMEWOOD INVESTMENTS S.A. performs in the Republic of Perú, Panamá, and/or any other country, the following faculties in some way that this Power of Attorney is unique, valid, and existent since all the Powers of Attorney previous to this one are revoked, therefore are invalid and, additionally, for the validity of all the Powers of Attorney of this Corporation, they must be registered in the Public Registry Office of Panamá.

First: To manage any procedure and/or banking service required by the aforementioned Corporation before any private and/or state bank established in the Republic of Panamá and/or in any other part of the world. Therefore, he has the power to carry out the following acts:

- a. To open bank, checking, savings, fixed-term, encoded, or any other kind accounts; to request safety boxes, lines of credit, checks of any denomination, bank guarantees, escrows, drafts, and transfers to other accounts of the Corporation, with no limitation; to deposit funds in custody or securities, and to renew them as many times as needed; and, in general, to act before the aforementioned banks in the broadest representation of the Corporation, with no restriction or limitation.
- b. So in the name and representation of this Corporation, to issue and/or give the necessary direction on the banking and deposit accounts, whether checking or savings accounts, encoded or of fixed-term, as well as of any of the kind of deposits made at any time in any bank established in the Republic of Panamá and/or in any part of the world.

Second: To buy personal and/or real estate property, rights in real and personal property for the Corporation, to sell those that currently belong to the same, of any type or nature, whether in cash or installments, making agreements with the payment terms and all other clauses and conditions as he deems necessary; to rent or rent out properties for and of the Corporation, for a fixed or indefinite period, to evict

Third: To agree, execute, and carry out all the agreements and contracts needed for financing other companies, as well as to organize, incorporate, reorganize, and help financially of any company, corporation, limited liability corporation, collective, cooperatives, and mutual corporations, and, in general, all kind of corporations.

Fourth: To enter or carry out, in general terms, all civil or business, industrial or manufacturing, contracts, whether of domain or management, that are necessary or convenient to carry out business or objectives of the Corporation, even though they have not been specified, granted and subscribed here yet, as many public and private documents are required for exercising all the powers indicated in the Power of Attorney, and any other needed for the broad and total representation of the Corporation in the Republic of Panamá and/or any other part of the world, since the powers listed in this Power of Attorney are just simply explanatory and, in no case, with any limitation.

Fifth: To buy for the corporation, in a public auction, legally or out-of-court, or in any other way, all kind of goods and rights, for the prices and conditions as he deems necessary; being able to acquire and purchase, in this or any other way shares of capital, participation, bonds, coupons, mortgages, liabilities, securities, promissory notes, installment loans, bank acceptances, bills of exchange, and evidence of debts issued or created by others corporation, limited liability corporations or associations, whether public, private, municipal, or any corporative entity, or issued by any state, province, municipalities, cities or political subdivisions of the countries in which Power of Attorney can be executed.

Sixth: To request the registration of as many brands, patents, and other modalities of industrial property that are convenient for the protection of the businesses of the Corporation.

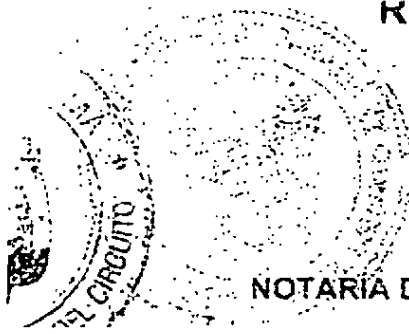
Seventh: To make business purchases and sales in the name of the Corporation, as well as to insure the merchandise and property of the same and to sign invoices, bills of lading, receipts, requests, insurance policies, and any other civil or business documents required for the performance of the activities of the Corporation, including any kind of customs or mail documents needed to pick-up merchandise or receive correspondence, whether regular or certified.

Eighth: To pay contributions, taxes, fees, rates, burden, and shares of any kind which payment corresponds to the Corporation; filing claims of such payments when he considers them high or unfair.

Ninth: To open offices for this Corporation in the countries where this Power of Attorney is executed and to appoint, remove, suspend, and hire any kind of employees and to set their salaries and remunerations.

Tenth: To represent the Corporation before the legal, political, and administrative authorities of any state, department, province, municipality, or political subdivision of the Republic of Panamá, and/or any other country with the necessary broadest general and special powers of the mandate as needed; and, in no case, with no limitation of power to file lawsuits and/or desist of lawsuits; reconvene or concur in the lawsuits; to receive, commit, accept pretensions; to take decisive confessions or oaths, differ from those of the

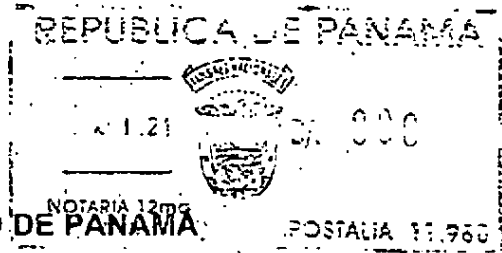
REPUBLICA DE PANAMA
PAPEL NOTARIAL



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the Notarial Office



[In the Body]
There appears the Coat of Arms of the
the Republic of Panamá



[In the Left-Hand Margin]
There appears a revenue stamp Notarial
duly canceled

NOTARIA DUODÉCIMA DEL CIRCUITO DE PANAMA

POSTALIA 11.960

opponents, compromise claims and/or enter in agreements, submit them to arbitration, ask for payments suspension, submit a tender or file bankruptcy, enter in mutual agreements, and any other as needed.

Eleventh: To perform all the powers of broad and general management on all the businesses of the Corporation and everything belonging to the same, including all its property, whether real or personal, real estate property, shares, negotiable documents, securities, with all general and special powers needed, having the right to collect legally or out-of-court and receive all kind of products, prices, terms, revenue, dividends, revenue, and profits, and all other amounts, stocks, values, credits, and remunerations that by any title or reason, belong to the Corporation, now or in the future, being able to grant the corresponding cancelations and settlements, whether by a private document or a public instrument.

Twelfth: To exercise, in the name and representation of the Corporation all the rights, powers and privileges of domain even the right to vote regarding any shares, negotiable documents, and securities owned by the Corporation, being able, for this purpose, to exercise the right to vote inherent to such values and to confer powers, in the name of the Corporation, as he deems necessary, in favor of third parties.

Thirteenth: To confer and grant powers with all or part of the faculties included in this Power of Attorney or to substitute it totally or partially, revoking, at any time, the powers and substitutions that he may confer. In any of those cases, this Power of Attorney conferred to **MAXIMO HERRERA MOSCOL** shall remain open and current until is expressly revoked by the Corporation or resigned by the party receiving the Power of Attorney.

3. To Authorize **Benito Fisher Aragon** to register these Minutes.

Once the agenda was concluded, this meeting ended at nine in the morning (9:00 a.m.) on the fifth (5th) day of January in the year two thousand twenty-one (2021).

(L.S.) **MAXIMO HERRERA MOSCOL (PRESIDENT)**

(L.S.) **RENATO AURELIO PALOMINO (SECRETARY)**

CERTIFICATION

The undersigned, **RENATO AURELIO PALOMINO**, Secretary of the Corporation **LIMEWOOD INVESTMENTS S.A.**, I hereby certify that the foregoing is a true copy of the Minutes of the Extraordinary Meeting of Shareholders held on the fifth (5th) day of January in the year two thousand twenty-one (2021). In witness whereof, this certification is signed today, the fifth (5th) day of January in the year two thousand twenty-one (2021).

(L.S.) RENATO AURELIO PALOMINO (SECRETARY)

These Minutes have been made and signed by **Benito Fisher Aragon**, a practicing attorney bearer of National Identification Card Number three – seven hundred five - seven hundred thirty-nine (3-705-739) and Certificate of Suitability Number fourteen thousand two hundred sixty-four (14264).

(L.S.) Benito Fisher Aragon

****This is the first copy that I issue, seal, and sign in the City of Panamá, this fourteenth (14th) day of January in the year two thousand twenty-one (2021).**

**(L.S.) NORMA MARLENIS VELASCO
TWELFTH NOTARY PUBLIC**

[In the Body]

There appears the rubber seal of the Notary Public

I, **NORMA MARLENIS VELASCO C.**, Twelfth Notary Public of the Circuit of Panamá, bearer of National Identification Card No. 8-250-338

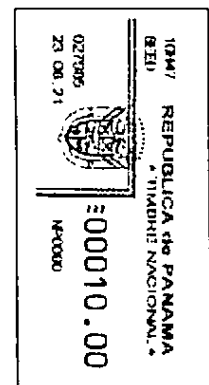
HEREBY CERTIFY

That this is a true and accurate copy of the original.
Panamá, this 22nd day of June in the year 2021

**(L.S.) NORMA MARLENIS VELASCO
TWELFTH NOTARY PUBLIC**

[In the Body]

There appears the rubber seal of the Notary Public



APOSTILLE

Hague Convention of the 5th day of October in the year 1961

1. Country: **Panamá**
- THIS PUBLIC DOCUMENT:
2. Has been signed by **Norma Velasco**
3. Acting in the capacity of **Notary Public**
4. and who bears the seal/stamp of **the Twelfth Notarial office**
CERTIFIED
5. In **Panamá**
6. On **June 23, 2021**
7. By the **Administrative Direction**
8. Under the Number **2021-13449**
9. Seal/Stamp



[In the Left-Hand Margin]

There appears the rubber seal of the Treasury's Office of the
Ministry of Government

10. Signature: **Illegible Signature**

+++++
CERTIFICATE OF ACCURACY

I hereby certify that the foregoing is a true, accurate, and complete translation from Spanish to English, to the best of my knowledge and ability, of a Power of Attorney Conferred by Limewood Investments S.A. to Maximo Herrera Moscol.


Maria F. Mallarino

Certified Legal Translator & Court Interpreter from Florida International University



ATIF Member



Member # 247770

614 Village Lake Drive

Weston, FL 33326


Mobile: 954.916.8027

State of Florida, County of Broward

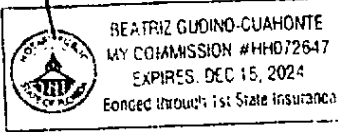
Sworn and subscribed to before me by means of physical presence on this 27

day of June, 2021 by Mama Fernanda Hallam

who presented Florida driver license as identification.



Florida Notary Public



COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LIMEWOOD INVESTMENTS SA INC

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

GASTON R CORTES CPA

Name of Person

KSDT & CO

Firm/Company

9300 S DADELAND BLVD STE 600

Address

MIAMI, FL 33156

City/State and Zip code

GCORTES@KSDT-CPA.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

GASTON CORTES

at (305) 670-3370

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

\$70.00 Filing Fee \$78.75 Filing Fee & \$78.75 Filing Fee & \$87.50 Filing Fee.