

M19000007146

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(Address)

(Address)

(City/State/Zip/Phone #)

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Special Instructions to Filing Officer:

Office Use Only



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2019 JUL 19 AM 9:39

B KINSEY
JUL 25 2019



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 22, 2019

INCORPORATING SERVICES

SUBJECT: ATLAS RENEWABLE ENERGY SPAIN, S.L.U. LLC
Ref. Number: W19000066631

We have received your document for ATLAS RENEWABLE ENERGY SPAIN, S.L.U. LLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Remove "LLC" from line #1. On the alternate name line, place the name exactly how it is on the certificate of existence, along with an LLC suffix,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Brooke N Kinsey
Regulatory Specialist II

Letter Number: 519A00014824

19 JUL 24 PM 3:28

Incorporating Services, Ltd.

1540 Glenway Drive
Tallahassee, FL 32301
850.656.7956
Fax: 850.656.7953
www.Incserv.com
e-mail: accounting@incserv.com

ORDER FORM

TO Florida Department of State
Division of Corporations, Clifton
Building
2661 Executive Center Circle
Tallahassee, FL 32301
corphelp@dos.myflorida.com
850-245-6051

FROM Melissa Stops
mstops@incserv.com
850.656.7953

REQUEST DATE 7/19/2019

PRIORITY Routine

OUR REF # (Order ID#) 758520

ORDER ENTITY

ATLAS RENEWABLE ENERGY SPAIN, S.L.U. LLC

PLEASE PERFORM THE FOLLOWING SERVICES:

ATLAS RENEWABLE ENERGY SPAIN, S.L.U. LLC (FL)

File the attached foreign qualification document

NOTES:

\$125.00 Authorized - Please honor the original submission date as the file date.)
Email address for annual report reminders: twhite@sundocfilings.com

RETURN/FORWARDING INSTRUCTIONS:

ACCOUNT NUMBER: I20050000052

Please bill the above referenced account for this order.

If you have any questions please contact me at 656-7956,

Sincerely,



Please bill us for your services and be sure to include our reference number on the invoice and courier package if applicable. For UCC orders, please include the thru date on the results.

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS
IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY
COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. ATLAS RENEWABLE ENERGY SPAIN SL
(Name of Foreign Limited Liability Company, must include "Limited Liability Company," "LLC," or "LLC.")

ATLAS RENEWABLE ENERGY SPAIN SL LLC
(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "LLC," or "LLC.")

2. Spain
(Jurisdiction under the law of which foreign limited liability company is organized)

3. _____
(FEI number, if applicable)

4. _____
(Date first transacted business in Florida, if prior to registration.
(See sections 605.0904 & 605.0905, F.S. to determine priority liability)

5. _____
(Street Address of Principal Office)

6. _____
(Mailing Address)

Principe de Vergara 112, Cuarta Planta

1395 Brickell Ave., Suite 650

28002, Madrid, Spain

Miami, Florida 33131

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

Name: TMF USA INC.

Office Address: 80 SW 8TH ST., Suite 2900

Miami, Florida 33130
(City) (Zip code)

Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

(Registered agent's signature)

2019 JUL 19 AM 11:00
FILED
CLERK OF DISTRICT COURT
MAY 19 2019

8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

<u>Title or Capacity:</u>	<u>Name and Address:</u>	<u>Title or Capacity:</u>	<u>Name and Address:</u>
☒ Manager	Name: Michael Harrington	☒ Manager	Name: Mikael Roland Karlsson
☐ Member	Address: Paseo de la Reforma 115, 6th Fl	☐ Member	Address: 2 More London Riverside,
☐ Authorized	Lomas de Chapultepec, D.F. 11000 MX	☐ Authorized	SE1 2JT, United Kingdom
Person		Person	
☐ Other	☐ Other	☐ Other	☐ Other
☐ Manager	Name:	☒ Manager	Name: Bruno Marques de Moraes
☐ Member	Address:	☐ Member	Address: Rua Sao Tome 86, 8° floor
☐ Authorized		☐ Authorized	Vila Olimpia, Sao Paulo/SP Brazil
Person		Person	
☐ Other	☐ Other	☐ Other	☐ Other
☐ Manager	Name:	☐ Manager	Name:
☐ Member	Address:	☐ Member	Address:
☐ Authorized		☐ Authorized	
Person		Person	
☐ Other	☐ Other	☐ 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.

9. Attached is a certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

10. This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any 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.



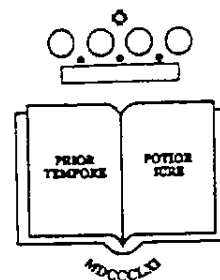
Signature of an authorized person

TMF MANAGEMENT (SPAIN) S.L, Rep: BELEN GARRIGUES CALDERON

Typed or printed name of signer

6702

ASIS MONUMENTAL DIVISION



Legitimación

Registro Mercantil de Madrid

Certificación

Paseo de la Castellana, 44
28046 Madrid



REGISTRO MERCANTIL
DE MADRID

P.º DE LA CASTELLANA, 44
28046 MADRID

CERTIFICACION

El registrador mercantil que suscribe, certifica:

Que, a instancia por escrito de D. ENRIQUE ALVARO LLANO, en la que se solicita certificación sobre la sociedad **"ATLAS RENEWABLE ENERGY SPAIN SL"**, comprensiva de existencia y vigencia de la sociedad, ha examinado los libros del Registro, de los que, respecto a esta sociedad, resulta:

1. Que en la inscripción 1ª de la hoja número **M-630568**, folio 197 y siguientes, del tomo 35060, extendida el 15 de septiembre de 2016, en virtud de primera copia de la escritura otorgada el 25 de agosto de 2016 ante el notario de Madrid D. Francisco Javier Piera Rodríguez, con el número 3378 de su protocolo, consta inscrita en este Registro Mercantil la sociedad denominada actualmente **"ATLAS RENEWABLE ENERGY SPAIN SL"**, unipersonal, con CIF **B87633129**, la cual fue constituida mediante dicha escritura.

2. No figura inscrita la disolución, ni la liquidación, por lo que continúa vigente. No obstante, la hoja registral de la sociedad se encuentra cerrada provisionalmente por falta de depósito de las cuentas anuales, conforme al artículo 378 del Reglamento del Registro Mercantil.

3. No resulta del libro diario ningún asiento relativo a título pendiente de inscripción que afecte a los extremos de los que se certifica.

Esta certificación va extendida esta hoja de este Registro.

Madrid, 5 de junio de 2019.

El registrador mercantil,



Nota. Presentada la instancia en el libro diario de certificaciones, asiento 22881/2019.
Honorarios: S/M.

LEGITIMACIÓN.- El que suscribe, en su condición de registrador encargado del Registro Mercantil de Madrid, legitima la firma que antecede del registrador cuyo nombre consta en el sello estampado al lado de la misma.

Madrid, a 7 de junio de 2019



Registadores Mercantiles de Madrid, C.R. - C.I.P. - E-8145556

A los efectos del Reglamento General de Protección de Datos 2016/679 del Parlamento Europeo y del Consejo, de 27 de abril de 2016, relativo a la protección de las personas físicas en lo que respecta al tratamiento de datos personales y a la libre circulación de estos datos (en adelante, "RGPD"), queda informado:

- De conformidad con lo dispuesto en la solicitud de publicidad registral, los datos personales expresados en la misma han sido y serán objeto de tratamiento e incorporados a los Libros y archivos del Registro, cuyo responsable es el Registrador, alendo el uso y fin del tratamiento los recogidos y previstos expresamente en la normativa registral, la cual sirve de base legitimadora de este tratamiento.
- Conforme al art. 8 de la Instrucción de la Dirección General de los Registros y del Notariado de 17 de febrero de 1988, el titular de los datos queda informado que los mismos serán cedidos con el objeto de satisfacer el derecho del titular de la/s finca/s o derecho/s inscritos en el Registro a ser informado, a su instancia, del nombre o de la denominación y domicilio de las personas físicas o jurídicas que han recibido información respecto a su persona o bienes.
- El periodo de conservación de los datos se determinará de acuerdo a los criterios establecidos en la legislación registral, resoluciones de la Dirección General de los Registros y del Notariado e instrucciones colegiales. En el caso de la facturación de servicios, dichos periodos de conservación se determinarán de acuerdo a la normativa fiscal y tributaria aplicable en cada momento. En todo caso, el Registro podrá conservar los datos por un tiempo superior a los indicados conforme a dichos criterios normativos en aquellos supuestos en que sea necesario por la existencia de responsabilidades derivadas de la prestación del servicio.
- La información puesta a su disposición es para su uso exclusivo y tiene carácter intransferible y confidencial y únicamente podrá utilizarse para la finalidad por la que se solicitó la información. Queda prohibida la transmisión o cesión de la información por el usuario a cualquier otra persona, incluso de manera gratuita.
- De conformidad con la Instrucción de la Dirección General de los Registros y del Notariado de 17 de febrero de 1988 queda prohibida la incorporación de los datos que constan en la información registral a ficheros o bases informáticas para la consulta individualizada de personas físicas o jurídicas, incluso expresando la fuente de procedencia.
- En cuanto resulta competente con la normativa específica y aplicable al Registro, se reconoce a los interesados los derechos de acceso, rectificación, supresión, oposición, limitación y portabilidad establecidos en el RGPD citado, pudiendo ejercitarlos dirigiendo un escrito a la Dirección del Registro. Del mismo modo, el usuario podrá reclamar ante la Agencia Española de Protección de Datos (AEPD): www.aepd.es. Sin perjuicio de ello, el interesado podrá ponerse en contacto con el delegado de protección de datos del Registro, dirigiendo un escrito a la dirección registro@madrid.es.





APOSTILLE			
(Convention de La Haye du 5 octobre 1961)			
1. País: Country/Pays:		España	
El presente documento público This public document/Le présent acte public			
2. ha sido firmado por has been signed by a été signé par		VENTOSO ESCRIBANO, ALFONSO	
3. quien actúa en calidad de acting in the capacity of agissant en qualité de		REGISTRADOR MERCANTIL	
4. y está revestido del sello / timbre bears the seal / stamp of est revêtu du sceau / timbre de		REGISTRO MERCANTIL DE MADRID	
Certificado Certified/Attesté			
5. en at/à	MADRID	6. el día the/le	13/06/2019
7. por by/par	PALACIOS BAÑUELOS, JESUS MARIA AUXILIAR ADMINISTRATIVO LABORAL		
8. bajo el número Nº/sous nº	TSJ28/2019/022898		
9. Sello / timbre: Seal / stamp: Sceau / timbre:		10. Firma: Signature: Signature:	
			

Esta Apostilla certifica únicamente la autenticidad de la firma, la calidad en que el signatario del documento haya actuado y, en su caso, la identidad del sello o timbre del que el documento público esté revestido.

Esta Apostilla no certifica el contenido del documento para el cual se expidió.

Esta Apostilla se puede verificar en la dirección siguiente: "<https://sede.mjusticia.gob.es/eregister>"

Código de verificación de la Apostilla (*): AD:DXco-ndcJ-J84c-YUbs

Este documento está firmado electrónicamente de acuerdo con lo dispuesto en los artículos 42 y 43 de Ley 40/2015, de 1 de octubre, de Régimen jurídico del Sector Público.

This Apostille only certifies the authenticity of the signature and the capacity of the person who has signed the public document, and, where appropriate, the identity of the seal or stamp which the public document bears.

This Apostille does not certify the content of the document for which it was issued.

To verify the issuance of this Apostille, see "<https://sede.mjusticia.gob.es/eregister>"

Verification code of the Apostille (*): AD:DXco-ndcJ-J84c-YUbs

This document has been electronically signed in accordance with the provisions of Articles 42 and 43 of Law 40/2015 of October 1st, of Legal Regime of the Public Sector.

Cette Apostille atteste uniquement la véracité de la signature, la qualité en laquelle le signataire de l'acte a agi et, le cas échéant, l'identité du sceau ou timbre dont cet acte public est revêtu.

Cette Apostille ne certifie pas le contenu de l'acte pour lequel elle a été émise.

Cette Apostille peut être vérifiée à l'adresse suivante: "<https://sede.mjusticia.gob.es/eregister>"

Code de vérification de l'Apostille (*): AD:DXco-ndcJ-J84c-YUbs

Ce document a été signé électroniquement d'accord avec le disposé dans les articles 42 et 43 de la Loi 40/2015 du 1 octobre, de Régime juridique du Secteur Public.



(*) Juego de caracteres del código de verificación / Verification Code Characters Set / Ensemble de caractères du code de vérification:

ABCDEFGHIJKLMNOPQRSTUVWXYZ abcdefghijklmnopqrstuvwxyz 23456789 - :

[Spanish Coat of Arms]

Trade Registry of Madrid

Certification

Paseo de la Castellana, 44
28046 Madrid

[Spanish Coat of Arms]
TRADE REGISTRY OF MADRID
Pº DE LA CASTELLANA, 44
28046 MADRID

CERTIFICATION

The undersigned trade registrar hereby certifies:

That, at the written request of MR. ENRIQUE ÁLVARO LLANO, in which certification of information relating to the company "ATLAS RENEWABLE ENERGY SPAIN SL" was requested, including the existence and validity of the company, the records at the Registry have been examined and the following information has been retrieved:

1. The company "ATLAS RENEWABLE ENERGY SPAIN SL", single-member, with Tax Code B87633129, incorporated through a deed executed on 25 August 2016 before Mr Francisco Javier Piera Rodríguez, notary public of Madrid, under protocol number 3378, is registered at this Trade Registry under entry 1 on page **M-630568**, folio 197 and the following, volume 35060, entered on 15 September 2016 by virtue of the first copy of said deed.

2. There is no entry regarding dissolution or liquidation. Therefore, the company remains valid.

However, the registration page of the company has been provisionally closed to entries due to failure to deposit annual accounts, pursuant to Article 378 of the Trade Registry Regulations.

3. The **Log book** does not contain any entry concerning any pending registration that may affect the information being hereby certified.

This certification is issued on this sheet of paper, corresponding to this Registry.

In Madrid, on 5 June 2019.

Trade Registry,

[Illegible signature]

[Seal: Trade Registry of Madrid]

Note: Request registered in the journal of certifications under entry number 22881/2019.

Fees: ACC. BILL.

LEGITIMISATION- The undersigned, in the capacity of Registrar responsible for the Trade Registry of Madrid, hereby authenticates the foregoing signature of the registrar, whose name appears in the seal placed alongside it.

In Madrid, on 07 June 2019.

[Seal: Trade Registry of Madrid]

[Illegible signature]

Pursuant to the General Data Protection Regulation 2016/679 of the European Parliament and the Council, dated 27 April 2016, concerning the protection of individuals regarding personal data processing and the free circulation of such data (hereinafter, "the GDPR"), you are hereby advised of the following:

- In accordance with the information contained in the registration request, the personal data stated therein have been and shall be processed and incorporated to the Books and files of the Registry under the Registrar's custody. Such data shall be used and processed for the purposes set out therein and expressly stated in the Registry's regulations, which legitimate such processing.
- Pursuant to Article 6 of Guidelines of the General Directorate for Registries and Public Notaries (DGRN) of 17 February 1998, the data subject is hereby notified that his/her data will be transferred for the purpose of complying with the entitlement of property owners and right-holders recorded at the registry to be notified, as requested, of the personal or company name and address of any natural or legal person that collects information regarding them or their assets.
- The data storage period shall be determined in accordance with the criteria established in the registry regulations, resolutions of the DGRN and association guidelines. As regards payment for services, said storage periods shall be determined by the fiscal and tax legislation applicable at such time. In any event, the registry may store the data for longer periods than those indicated, in accordance with said legal criteria, where it is necessary due to responsibilities deriving from the provision of the service.
- The information made available to you is for your exclusive use and it is non-transferable and confidential. Furthermore, the information may only be used for the purpose for which it was requested. Transfer or assignment of the information by the user or any other person, even when done so free of charge, is strictly forbidden.
- Pursuant to the Guidelines of the Directorate-General of Registries and Notaries of 17 February 1998, the incorporation of the data, which contain registry-related information, into filing systems or computer databases for the individual consultation of natural or legal persons, even when expressing the source of origin, is strictly forbidden.
- Insofar as compatible with the specific regulations and applicable to the registry, interested parties are afforded the rights to access, rectification, erasure, objection, restriction and portability established in the aforementioned GDPR, exercising them by sending written notification thereof to the registry. Furthermore, the user may submit a complaint to the Spanish Data Protection Agency (AEPD): www.aepd.es. Without prejudice to the foregoing, the interested party may write to the data protection officer of the registry at the following address: dpo@corpme.es.

APOSTILLE (Convention de La Haye du 5 octobre 1961)			
1. Country:		Spain	
This public document			
2. has been signed by		VENTOSO ESCRIBANO, ALFONSO	
3. acting in the capacity of		TRADE REGISTRAR	
4. bears the seal/stamp of		TRADE REGISTRY OF MADRID	
Certified			
5. at	MADRID	6. the	13/06/2019
7. by		PALACIOS BAÑUELOS, JESÚS MARÍA WORKPLACE ADMINISTRATIVE ASSISTANT	
8. No.		TSJ28/2019/022898	
9. Seal/stamp: [Seal: High Court of Justice of Madrid]		10. Signature: Valid signature PALACIOS BAÑUELOS, JESÚS MARÍA [Tick]	

This Apostille only certifies the authenticity of the signature and the capacity of the person who has signed the public document, and, where appropriate, the identity of the seal or stamp which the public document bears.

This Apostille does not certify the content of the document for which it was issued.

To verify the issuance of this Apostille, see "<http://sede.mjusticia.gob.es/eregister>"

Verification code of the Apostille (*): AD: Dxco-mdcJ-J84c-YUbs

This document has been electronically signed in accordance with the provisions of Articles 42 and 43 of Law 40/2015 of October 1st, of Legal Regime of the Public Sector.

[Código BIDI]

(*) Verification Code Characters Set

ABCDEFGHIJKLMNOPQRSTUVWXYZ abcdefghijklmnopqrstuvwxyz 23456789 - :