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Division of Corporations

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Florida Department of State
Division of Corporations
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From: Account Name : DOSSANTOS AND MACHADO, LLC
Account Number : I20140000089
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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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Foreign Limited Liability Company
ZETMY S.A LLC

2022 Dec 21 11:18:11

Certificate of Status	0
Certified Copy	0
Page Count	01
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Corporate Filing Menu

Help

S. ROBERTS

DEC 28 2022

H220004316763

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ZETMY S.A LLC
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

JULIANA MACHADO, CPA
Name of Person
GFS TAX & ACCOUNTING SERVICES
Firm/Company
11764 W SAMPLE RD STE 102
Address
CORAL SPRINGS, FL 33065
City/State and Zip Code
INFO@GFSTAXACCT.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JULIANA MACHADO, CPA 754 301-2128
Name of Contact Person at () Daytime Telephone Number

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

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

Enclosed is a check for the following amount:

Please make check payable to: FLORIDA DEPARTMENT OF STATE

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy
- \$160.00 Filing Fee, Certificate of Status & Certified Copy

H 220004316763

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. ZETMY S.A.LLC
(Name of Foreign Limited Liability Company, must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

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

3. 98-1297906
(FEI number, if applicable)

4. 12/23/2022
(Date first commenced business in Florida, if prior to registration)
(See sections 605.0904 & 605.0905, P.S. to determine parity liability)

5. MONES ROSE 6937
(Screen Address of Principal Office)

6. MONES ROSE 6937
(Mailing Address)

MONTEVIDEO 11600 URUGUAY

MONTEVIDEO 11600 URUGUAY

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

Name: GPS TAX & ACCOUNTING SERVICES

Office Address: 11764 W SAMPLE RD STE 102

CORAL SPRINGS , Florida 33065
(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)

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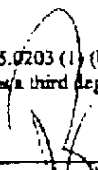
8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage (up to six (6) total):

<u>Title or Capacity:</u>	<u>Name and Address:</u>	<u>Title or Capacity:</u>	<u>Name and Address:</u>
<input checked="" type="checkbox"/> Manager	Name: <u>NELSON ROJO</u>	<input type="checkbox"/> Manager	Name: _____
<input type="checkbox"/> Member	Address: <u>6555 NW POWERLINE RD</u>	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized Person	<u>SUITE 405</u> <u>FORT LAUDERDALE, FL 33309</u>	<input type="checkbox"/> Authorized Person	_____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____
<input type="checkbox"/> Manager	Name: _____	<input type="checkbox"/> Manager	Name: _____
<input type="checkbox"/> Member	Address: _____	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized Person	_____	<input type="checkbox"/> Authorized Person	_____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____
<input type="checkbox"/> Manager	Name: _____	<input type="checkbox"/> Manager	Name: _____
<input type="checkbox"/> Member	Address: _____	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized Person	_____	<input type="checkbox"/> Authorized Person	_____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> 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
NELSON ROJO

Typed or printed name of signer

Translation No.434/2021. Certificate. -----

/Certificate issued on one Notarial Stamped paper sheet
Series Fv number 793255 corresponding to María del Luján
Borges Guillén, Notary Public / -----

I, MARÍA DEL LUJÁN BORGES GUILLEN, NOTARY PUBLIC, CERTIFY
THAT: I) In accordance with the documents I have had before
me: a) "ZETMY S.A." /a Corporation/ is a legal entity
validly existing and in good standing, registered with the
Taxpayer Registry ("Registro Único Tributario") of the Tax
Authority ("Dirección General Impositiva") under number
21.750728.0013. Said corporation is domiciled in this city
and is currently headquartered at César Cortinas 2037. Said
corporation was organized by Minutes executed in the city
of Montevideo, on October 13, 2014, certified in the same
place and date by María Guilleminot, Notary Public; its
bylaws were approved by resolution of the State Internal
Audit on October 27, 2014, and recorded in the city of
Montevideo, on October 31 of the same year by Eduardo
Irastorza, Notary Public. The first certified copy of said
recording was registered with the Registry of Legal
Entities, Commerce Section, on November 5, 2014 under
number 14916, and the bylaws were duly published in the
Official Gazette ("Diario Oficial") on December 9, 2014 and
in the newspaper "Periódico Montevideo Judicial" on
December 5, 2014. b) By Minutes of the Extraordinary
General Meeting of Shareholders held in Montevideo on
February 15, 2017, which certified copy was recorded in

Translation No.434/2021. Certificate. -----

/Certificate issued on one Notarial Stamped paper sheet
Series Fv number 793255 corresponding to Maria del Luján
Borges Guillén, Notary Public / -----

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Irastorza, Notary Public. The first certified copy of said
recording was registered with the Registry of Legal
Entities, Commerce Section, on November 5, 2014 under
number 14916, and the bylaws were duly published in the
Official Gazette ("Diario Oficial") on December 3, 2014 and
in the newspaper "Periódico Montevideo Judicial" on
December 5, 2014. b) By Minutes of the Extraordinary
General Meeting of Shareholders held in Montevideo on
February 15, 2017, which certified copy was recorded in

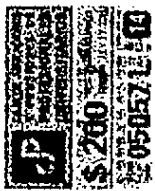
Montevideo on March 10, 2017 by Inés Lueiro, Notary Public, and which first certified copy was registered with said Registry of Legal Entities, Commerce Section under number 3785, on March 14, 2017 and published in the Official Gazette ("Diario Oficial") and the newspaper "Periódico Profesional", both publications dated April 3, 2017, the shares were transformed from "bearer shares" to "registered shares". Said amendment was communicated to the State Internal Audit pursuant to certificate dated May 9, 2017.

c) In accordance with article 24 of said bylaws, the corporation shall be legally represented by the Manager, the Chairman or Vice-chairman, severally, or by two directors acting jointly. d) The following Board of Directors was appointed by the Extraordinary General Meeting of Shareholders, held in Montevideo on May 12, 2015: CHAIRMAN: Nelson ROJO; whose position and appointment is in force to date. e) The corporation complied with Law 17.904, pursuant to private document of Statement signed in Montevideo on May 12, 2015, certified in said place and date by Gabriella Furicelli, Notary Public, and recorded in the city of Montevideo on May 13, 2015, by said Notary Public; and which first certified copy was registered with the Registry of Legal Entities, Commerce Section on May 13, 2015 under number 104049. f) The control provided for in Law 18,930 and its Regulatory Decree is not applicable since the Corporation's capital is represented by registered shares. During the period in which the

Corporation's capital was represented by bearer shares, it complied with the aforementioned law according to Certificate of Reception number 1240075 dated May 15, 2015. g) The corporation duly complied with Law 19,484 pursuant to the Certificate of Reception issued by the Central Bank of Uruguay under number 2165713 dated May 24, 2018. Based on the same, the only shareholder and final beneficiary of the aforementioned corporation is Mr. Nelson Rojo, who is holder of 100% of the shares, corresponding to a par value of \$40,000. IN WITNESS THEREOF, at the request of "ZETMY S.A.", and in order to be produced before national and/or international, public and/or private entities, I issue this certificate which I seal, mark and sign in the city of Montevideo, on May 11, 2021. /Mark and signature/ Ma. Lujan Borges Guillen, Notary Public -----
 /In the margin: There is a reference to fees paid, stamp and signature/ -----

The undersigned Certified Translator declares the foregoing to be a true translation of the attached document written in Spanish and keeps a copy of this version into English under No.434/2021. Montevideo, May 11, 2021. -----

2021/05/11 18:29:27



[Handwritten signature]



PAPEL NOTARIAL DE ACTUACIÓN

Fv N° 793255



ESC. MARIA DEL LUJAN BORGES GUILLEN - 17481/1

MARÍA DEL LUJÁN BORGES GUILLÉN, ESCRIBANA, CERTIFICO QUE: 1)

Según documentación que tuve a la vista de "ZETMY S.A." resulta que: a) Es persona jurídica hábil y vigente inscrita en el Registro Único Tributario de la Dirección General Impositiva con el número 21.750728.0013, tiene domicilio en esta ciudad y sede actual en la calle César Cortinas número 2037. Fue constituida por Acta suscrita en la ciudad de Montevideo, el 13 de octubre de 2014, certificada en los referidos lugar y fecha por la Escribana María Guillemín, sus estatutos fueron aprobados por resolución de la Auditoría Interna de la Nación de fecha 27 de octubre siguiente, protocolizados en la ciudad de Montevideo, el 31 de octubre del mismo año por el Escribano Eduardo Irastorza, cuyo primer testimonio de protocolización fue inscripto en el Registro de Personas Jurídicas, Sección Comercio el 5 de noviembre de 2014 con el número 14916, y debidamente publicado en el "Diario Oficial" el 8 de diciembre de 2014 y en el "Periódico Montevideo Judicial" el 5 de diciembre de 2014. b) Por Acta de Asamblea General Extraordinaria de Accionistas celebrada en Montevideo el 15 de febrero de 2017, protocolizado un testimonio por exhibición en Montevideo el 10 de marzo siguiente por la Escribana Inés Lueiro, cuyo primer testimonio fue inscripto en el citado Registro de Personas Jurídicas, sección Comercio con el número 3785, el 14 de marzo siguiente y publicada en el "Diario Oficial" y "Periódico Profesional", ambas publicaciones de fecha 3 de abril de 2017, se cambiaron las acciones de ser "al portador" a "nominativas". Dicha reforma fue comunicada a la Auditoría Interna de la Nación según constancia de fecha 9 de mayo de 2017. c) Según resulta del artículo 24 del estatuto referido, la representación jurídica de la sociedad corresponde al Administrador, al Presidente, o al Vicepresidente indistintamente, o a dos directores actuando



PAPEL NOTARIAL DE ACTUACIÓN

Fv N° 793255

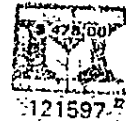


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conjuntamente. d) Por Asamblea General Extraordinaria de Accionistas, celebrada en Montevideo el 12 de mayo de 2015, fue designado el siguiente Directorio: **PRESIDENTE: Nelson ROJO**, cargo e integración vigente al día de hoy. e) La sociedad cumplió con la Ley 17.904, según documento privado de Declaratoria suscrito en Montevideo el 12 de mayo de 2015, certificado en los referidos lugar y fecha por la Escribana Gabriella Puricelli, protocolizado en la ciudad de Montevideo, el 13 de mayo siguiente por la mencionada Escribana, cuyo primer testimonio de protocolización fue inscripto en el Registro de Personas Jurídicas, Sección Comercio el 13 de mayo del 2015 con el número 104049. f) No corresponde el control previsto en la Ley 18.930 y su Decreto Reglamentario por estar el capital de la sociedad representado en acciones nominativas; en el periodo en que la sociedad tuvo su capital representado por acciones al portador, dio cumplimiento a la referida ley según Certificado de Recepción número 1240075 de fecha 15 de mayo de 2015. g) La sociedad cumplió debidamente con lo dispuesto por la ley 19.484 según certificado de recepción emitido por el Banco Central del Uruguay con el número ordinal 2165713 de fecha 24 de mayo de 2018. Del mismo, resulta que el único accionista y beneficiario final de la indicada sociedad es Nelson Rojo, titular del 100% de las acciones, correspondiéndole un valor nominal de \$40.000. **EN FE DE ELLO**, a solicitud de "ZETMY S.A." y a los efectos de su presentación ante personas públicas y/o privadas, nacionales y/o internacionales, extiendo el presente que sello, signo y firmo en la ciudad de Montevideo, el día once de mayo de dos mil-veintiuno.



ARANGEL ORIGINAL	
Artículo	6
Montano	24
Mont. Net	438
Fee Gravit	—

DR. JOUAN BORGES GUILLEN
ESCRIBANA

ALTA DE LOS INSTRUMENTOS
 Montevideo, Uruguay
 11 de mayo de 2021