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(Requestor's Name)

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(City/State/Zip/Phone #)

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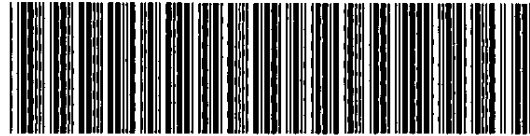
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

π 06/13/13

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: AEROTECNICA S. A., CORP.

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:

BETSY PARENTI

Name of Person

FOWLER RODRIGUEZ

Firm/Company

355 ALHAMBRA CIRCLE, SUITE 801

Address

CORAL GABLES, FL 33134

City/State and Zip code

bparenti@frfirm.com

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

For further information concerning this matter, please call:

BETSY PARENTI

Name of Person

at (**786**) **364-8480**

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|---|
| ☐ \$70.00 Filing Fee | ☒ \$78.75 Filing Fee &
Certificate of Status | ☐ \$78.75 Filing Fee &
Certified Copy | ☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|---|---|---|

**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. **AEROTECNICA, S. A. CORP.**

(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. **BOLIVARIAN REPUBLIC OF VENEZUELA** 3. **N/A**

(State or country under the law of which it is incorporated)

(FEI number, if applicable)

4. **SEPTEMBER 6, 1951**

5. **PERPETUAL**

(Date of incorporation)

(Duration: Year corp. will cease to exist or "perpetual")

6. **UPON REGISTRATION**

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. **CALLE AEROPUERTO CARACAS, EDIFICIO AEROTECNICA, PISO PB. ALTOS DE CURUMA, CHARALLAVE, ESTADO MIRANDA, VENEZUELA**

(Principal office address)

C/O 355 ALHAMBRA CIRCLE, SUITE 801, CORAL GABLES, FLORIDA 33134

(Current mailing address)

8. **LOGISTICAL SUPPORT FOR COMPLEX INDUSTRIAL ACTIVITIES**

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name:

REGISTERED AGENT CORPORATE SERVICES, INC.

Office Address:

355 ALHAMBRA CIRCLE, SUITE 801

CORAL GABLES

(City)

, Florida **33134**

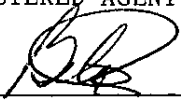
(Zip code)

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

10. 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.

By: REGISTERED AGENT CORPORATE SERVICES, INC.


(Registered agent's signature)

Betsy Parenti, Assistant Secretary

11. 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.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: LILIA SEMIDEY DE DUGARTE

Address: CALLE AEROPUERTO CARACAS, EDIFICIO AEROTECNICA, PISO PB, ALTOS DE CURUMA, CHARALLAVE,
ESTADO MIRANDA, VENEZUELA

Vice Chairman: ANTONIO ERWIN DUGARTE SEMIDEY

Address: CALLE AEROPUERTO CARACAS, EDIFICIO AEROTECNICA, PISO PB, ALTOS DE CURUMA, CHARALLAVE,
ESTADO MIRANDA, VENEZUELA

Director: LILIAN DUGARTE DE CIAFFI

Address: CALLE AEROPUERTO CARACAS, EDIFICIO AEROTECNICA, PISO PB, ALTOS DE CURUMA, CHARALLAVE,
ESTADO MIRANDA, VENEZUELA

Director: _____

Address: _____

B. OFFICERS

President: LILIA SEMIDEY DE DUGARTE

Address: CALLE AEROPUERTO CARACAS, EDIFICIO AEROTECNICA, PISO PB, ALTOS DE CURUMA, CHARALLAVE,
ESTADO MIRANDA, VENEZUELA

Vice President: ANTONIO EDUARDO DUGARTE PARRA

Address: CALLE AEROPUERTO CARACAS, EDIFICIO AEROTECNICA, PISO PB, ALTOS DE CURUMA, CHARALLAVE,
ESTADO MIRANDA, VENEZUELA

Secretary: LILIAN CAROLA CIAFFI DUGARTE

Address: CALLE AEROPUERTO CARACAS, EDIFICIO AEROTECNICA, PISO PB, ALTOS DE CURUMA, CHARALLAVE, ESTADO MIRANDA, VENEZUELA

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 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.

14. ANTONIO E. DUGARTE PARRA, VICE PRESIDENT

(Typed or printed name and capacity of person signing application)

13 JUN 12 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Rosa Rivero Z.
Rosa Rivero Z.
Intérprete Público en el Idioma Inglés
Teléfonos 985.92.71 / 0414-247.18.20
Caracas - Venezuela

I, Rosa Rivero Z, the undersigned, holder of the Venezuelan Identity Card N° 3.189.009, a Public Interpreter in the English language, in and for the Republic of Venezuela, as evidenced by title published in the Official Gazette of the Republic of Venezuela N° 36.805, dated October 11, 1999, and duly registered at the Main Registry Office for the Federal District, on October 26, 1999, under N° 129, Folio 129, Volume N° 1 of the Sole and Principal Protocol, and recorded at the Fourth Court of Common Pleas of the Judicial District and the State of Miranda, Venezuela, on November 11, 1999, do hereby CERTIFY: That the attached document written in the Spanish language, which has been submitted to me for its translation reads as follows: Folio 1: "-----

-----Coat of Arms of the Bolivarian Republic of Venezuela-----

-----BOLIVARIAN REPUBLIC OF VENEZUELA-----

-----*** MINISTRY OF POPULAR POWER FOR INTERNAL AFFAIRS AND JUSTICE***-----

AUTONOMOUS SERVICE OF REGISTRY AND -----MR N° 221--

NOTARY OFFICES.-----202 and 154 (Historical Years),

SECOND MERCANTILE REGISTRY OFFICE OF THE -----

CAPITAL DISTRICT-----

The undersigned: -----

-----**DOES HEREBY CERTIFY**-----

That it has been compared the **Certified Copy** made up of **six (6)** folios, which are reproduced as follows, and which is true and correct from the Document recorded under the Number: -----

8 - RECORD OF MEETING AND BOARD OF DIRECTORS OF MERCANTILE COMPANY, VOLUME 32-A SECOND., OF THE DATE: 02/12/2010.-----

CORRESPONDING TO THE COMPANY: AEROTECNICA, S.A. -----

Which are inserted to File N°: **5474**. -----

On the date: **LIBERTADOR MUNICIPALITY, APRIL 10 OF THE YEAR TWO THOUSAND THIRTEEN.** -----

Likewise, she **DOES HEREBY CERTIFY** that this **Certified Copy** has been prepared in this office by the officer: **MINELDA DEL CARMEN PERDOMO TERAN**. -----

With Identity Card N°: **V-5,786,781**.-----

3 JUN 12 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Rosa Rivero Z.
Rosa Rivero Z.

Intérprete Público en el Idioma Inglés
Teléfonos 985.92.71 / 0414-247.18.20
Caracas - Venezuela

Person authorized by me to prepare it and who signs each one of the pages of this certification. -----

-----Illegible Signature-----

-----**Second Mercantile Registrar**-----

-----Attorney-at-law YONMAR YOHANNY MONTOYA -----

-----**SAREN**-----

-----AUTONOMOUS SERVICE-----

-----OF REGISTRY-----

-----AND NOTARY OFFICES-----

-----MINISTRY OF POPULAR POWER-----

-----FOR INTERNAL AFFAIRS-----

-----AND JUSTICE-----

Interpreter's Note: *There is affixed twice an oval wet seal that reads as follows: 'BOLIVARIAN REPUBLIC OF VENEZUELA. MINISTRY OF POPULAR POWER FOR INTERNAL AFFAIRS AND JUSTICE. JUDICIAL CIRCUIT CAPITAL DISTRICT AND BOLIVARIAN STATE OF MIRANDA. II MERCANTILE REGISTRY OFFICE'. At the center of the seal is the Coat of Arms of the Bolivarian Republic of Venezuela. This seal is also affixed twice between Folio 1 (Back) and Folio 2, twice between Folio 2 (Back) and Folio 3, twice between Folio 3 (Back) and Folio 4, twice between Folio 4 (Back) and Folio 5, twice between Folio 5 (Back) and Folio 6, and three times on Folio 6.*" Folio 2: "

Illegible Signature-----

Alfredo Abou - Hassan F.-----

Lawyer's Welfare Association N°. 58,774-----

Citizen-----

Mercantile Registrar of the Judicial Circuit of the Capital District and State of Miranda. -----

His Office-----

I, Jose Ignacio Marcano Esparragoza, Venezuelan citizen, of legal age, of this domicile and bearer of the Identity Card number 13,472,443, duly authorized for this act, very respectfully appear before you to submit a certified copy of the Record of the Special General Shareholders Meeting of AEROTECNICA, S.A., a mercantile company,

13 JUN 12 PM 12:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

incorporated and domiciled in Caracas, as evidenced by document recorded with the Mercantile Registry Office of the Judicial Circuit of the Federal District and State of Miranda, on September 6, 1951, under the N°. 718, Volume 3-C, held on January 27, 2010, in which was approved as sole point: "Election of members of the Board of Directors of the Company, for the next statutory term".-----

Therefore, I request from you to cause its recording, fixing, registry and publication for the purposes of law. Likewise, I request the issuance of certified copy of this participation and from the resulting decision, as well as from the record of the aforementioned meeting.-----

-----In Caracas, on the date of its presentation. -----

-----Illegible Signature-----

Interpreter's Note: *At the top of the folio there is a seal that reads as follows:* '-----

-----BOLIVARIAN REPUBLIC OF VENEZUELA-----

-----II MERCANTILE REGISTRY OFFICE-----

-----OF THE JUDICIAL CIRCUIT OF THE -----

-----OF THE CAPITAL DISTRICT AND STATE OF MIRANDA-----

-----2-9-2010-----

-----03068728-----

-----2-12-2010-----

-----975 15 26'-----

At the top right side of the folio there is affixed the following: '-----

Folios-----4-----

Faces-----5-----

Attachments-----

Amount Reg.-----120.25-----

National Treasury-----84.50-----

Revenue Stamps-----". Folio 3: "-----

-----Coat of Arms of the Bolivarian Republic of Venezuela-----

-----BOLIVARIAN REPUBLIC OF VENEZUELA-----

-----*** MINISTRY OF POPULAR POWER FOR INTERNAL AFFAIRS AND JUSTICE***-----

AUTONOMOUS SERVICE OF REGISTRY AND -----MR N° 221--

13 JUN 12 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTARY OFFICES -----199 and 150 (Historical Years)

SECOND MERCANTILE REGISTRY OFFICE OF THE -----

CAPITAL DISTRICT-----

Libertador Municipality, February 12 of the Year 2010 -----

Submitted the foregoing participation by its SIGNER, for its recording with the Mercantile Registry Office, fixing and publication. Let it be done in conformity and FILE the original.

The preceding document drawn up by the Attorney-at-law ALFREDO JOSE ABOU HASSAN FERNANDEZ Lawyer's Welfare Association N°.: 58774, is recorded with the Commercial Registry Office under the Number: 8, VOLUME -32-A SECOND. Fees paid Bs. 139.75 As Form RM N°. 22100092179, 22100092446, Bank N°. 03068728 for Bs. 84,50. The identification was performed as follows: JOSE IGNACIO MARCANO ESPARRAGOZA, C.I.: V-13,472,443.-----

Checking Attorney-at-law: BEATRIZ ELIZABETH ROSALES VENTURA -----

-----Illegible Signature-----

-----Second Mercantile Registrar-----

-----Attorney-at-law YONMAR YOHANNY MONTOYA-----

THIS PAGE BELONGS TO: -----

AEROTECNICA, S.A. -----

Number of file: 5474 -----

DIV -----

-----SAREN-----

-----AUTONOMOUS SERVICE-----

-----OF REGISTRY-----

-----AND NOTARY OFFICES-----

-----MINISTRY OF POPULAR POWER-----

-----FOR INTERNAL AFFAIRS-----

-----AND JUSTICE" Folio 4: "-----

Illegible Signature-----

Alfredo Abou - Hassan F.-----

Lawyer's Welfare Association N°. 58,774-----

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

-----SPECIAL GENERAL SHAREHOLDERS MEETING-----

-----OF AEROTECNICA, S.A.-----

-----HELD ON THE DAY JANUARY 27, 2010-----

Today, January 27, 2010, at three o'clock in the afternoon (3:00 p.m.), gathered in an Special General Shareholders Meeting of Aerotecnica, S.A., at the following address: Calle Aeropuerto Caracas, Edificio Aerotecnica, piso PB, Altos de Curuma, Charallave, Estado Miranda, the following shareholders: Mr. Antonio Erwin Dugarte Semidey, in representation of the following companies: **Inversiones Andragora, C.A.**, a mercantile company originally named Inversiones Frinol, C.A., incorporated and domiciled in Caracas, as evidenced by document recorded with the Second Mercantile Registry Office of the Judicial Circuit of the Federal District and State of Miranda, on the date September 26, 1986, under the N° 13, Volume 68-A-Second, bearer of thirty-eight thousand four hundred three (38,403) shares; **Inversiones Solmei C.A.**, a mercantile company incorporated and domiciled in Caracas, as evidenced by document recorded with the Second Mercantile Registry Office of the Judicial Circuit of the Federal District and State of Miranda, on the date September 26, 1986, under the N° 12, Volume 68-A-Second, bearer of three hundred forty-five thousand three hundred ninety-four (345,394) shares; **Inversiones Dugair C.A.**, a mercantile company incorporated and domiciled in Caracas, as evidenced by document recorded with the Second Mercantile Registry Office of the Federal District and State of Miranda, on the date August 24, 2006, under the N° 77, Volume 174-A-Second, bearer of three hundred eighty-three thousand eight hundred five (383,805) shares; Antonio Eduardo Dugarte Parra, acting in his capacity as Deputy of the Manager Director of **Inversiones Airdug C.A.**, a mercantile company domiciled in Caracas, as evidenced by" Folio 4 (Back): "document recorded with the Fifth Mercantile Registry Office of the Judicial Circuit of the Federal District and State of Miranda, on the date June 30, 2006, under the N° 95, Volume 1357-A, bearer of five hundred nineteen thousand four hundred eleven (519,411) shares. There is also present Mr. Mario Antonio Ciaffi Dugarte, member of the Board of Directors of the company. Mr. Antonio Dugarte Semidey, Vice President of the company, after verifying the quorum declared validly constituted the Meeting, for being Represented in it the capital stock equivalent to eighty-five point eighty-one percent

(85.81%) and afterwards, he read out the notice published in the newspaper Ultimas Noticias in its edition of the day January 16, 2010, page 71, which reads as follows:

"Notice. In accordance with the established in the Clause Fourteenth of the Bye-Laws of the Company, all the shareholders of Aerotecnica S.A. are called to a Special General Shareholders Meeting to be held on the day Wednesday January 27, 2010, at 3:00 p.m., at the registered offices of the company, at the following address: Calle Aeropuerto Caracas, Edificio Aerotecnica, piso PB, oficina PB, Altos de Curuma, Charallave, Estado Miranda, for the purpose of considering as sole point: "Election of members of the Board of Directors of the Company, for the next statutory term. Caracas, January 15, 2010, Antonio Erwin Dugarte Semidey, Vice President and Antonio Eduardo Parra, Deputy Vice President". Submitted to the consideration of the present the sole object proposed, the Meeting unanimously approved to appoint for the position of President of the Board of Directors Mrs. Lilia Semidey de Dugarte, Venezuelan citizen, of legal age, of this domicile and bearer of the Identity Card number 090,088; for the positions of Vice Presidents Mr. Antonio Erwin Dugarte Semidey and Antonio Eduardo Dugarte Parra, Venezuelan citizens, of legal age, of this domicile and bearers of the Identity Cards numbers 2,957,788 and 9,970,828, respectively; for the position of Director Mrs. Lilian Dugarte de Ciaffi, Venezuelan citizen, of legal age, of this domicile and bearer of the Identity Card" Folio 5: "Number 3,665,455 and Lilian Carola Ciaffi Dugarte, Venezuelan citizen, of legal age, of this domicile and bearer of the Identity Card number 15,395,319 for the position of Secretary. As deputies of the Board of Directors were appointed: Mario Antonio Ciaffi, Venezuelan citizen, of legal age, of this domicile and bearer of the Identity Card number 13,555,736, as Deputy of the Vice President Antonio Erwin Dugarte Semidey and Miguel Jose Rivas Longar, Venezuelan citizen, of legal age, of this domicile and bearer of the Identity Card number 3,548,472 as Deputy of the Vice President Antonio Eduardo Dugarte Parra. The Meeting has unanimously decided to keep vacant the positions of Deputy of the Director and Secretary of the company.-----

The Vice President Antonio Dugarte Semidey, previously identified, was sufficiently authorized to certify the content of this record and to participate the decided to the Mercantile Registry Office for the purposes of its recording, fixing and publication, was

authorized the citizen Jose Ignacio Marcano, Venezuelan citizen, of legal age of this domicile and bearer of the Identity Card number 13,472,443. Not having any other matter to consider, the session ended and signed in conformity: -----

-----Antonio Erwin Dugarte Semidey -----Illegible Signature-----

-----Antonio Eduardo Dugarte Parra ----- Illegible Signature -----

-----Mario Antonio Ciaffi Dugarte ----- Illegible Signature -----

I, Antonio Erwin Dugarte Semidey, Venezuelan citizen, of legal age, of this domicile, and bearer of the Identity Card number 2,957,788, acting in my capacity as Vice President of Aerotecnica S.A., and sufficiently authorized for this acting, certify that the preceding record is true and correct from its original, inserted to the book of records of said company. Caracas, January 27, 2010. -----

-----Antonio Erwin Dugarte Semidey ----- Illegible Signature" Folio 6: "-----

-----Coat of Arms of the Bolivarian Republic of Venezuela-----

-----BOLIVARIAN REPUBLIC OF VENEZUELA-----

-----*** MINISTRY OF POPULAR POWER FOR INTERNAL AFFAIRS AND JUSTICE***-----

AUTONOMOUS SERVICE OF REGISTRY AND -----MR N° 221--

NOTARY OFFICES.-----202 and 154 (Historical Years)

SECOND MERCANTILE REGISTRY OFFICE OF THE -----

CAPITAL DISTRICT-----

Libertador Municipality, April 10 of the year 2013-----

Being received on this same date made up of **six (6)** useful folios. Add the petition to the Company file. Issue certified copy with insertion of this Decision. The tariff fees were paid off as Receipt Number: **22100304398**-----

The undersigned does hereby place on record that the preceding Certified Copy is true and correct from the inserted to the file number: **5474** which were paid off by form RM N°: **221.2013.2.262**-----

-----Illegible Signature-----

-----**Second Mercantile Registrar**-----

-----Attorney-at-law YONMAR YOHANNY MONTOYA-----

THIS PAGE BELONGS TO: -----

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FALLMANN STATE
TALLMANN STATE
LONDON

AEROTECNICA, S.A. -----

Number of file: **5474**-----

-----SAREN-----

-----AUTONOMOUS SERVICE-----

-----OF REGISTRY-----

-----AND NOTARY OFFICES-----

-----MINISTRY OF POPULAR POWER-----

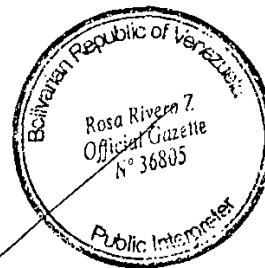
-----FOR INTERNAL AFFAIRS-----

-----AND JUSTICE-----

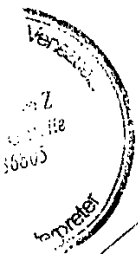
Interpreter's Note: *There are affixes two cancelled Revenue Stamps for 0.1 T.U. On the back of each folio there is affixed a wet seal that reads as follows: 'BOLIVARIAN REPUBLIC OF VENEZUELA. II MERCANTILE REGISTRY OFFICE OF THE JUDICIAL CIRCUIT OF THE CAPITAL DISTRICT AND STATE OF MIRANDA VOID'*-----

This is a faithful translation of the attached document, written in the Spanish Language, which I have made at the request of the interested party, and in witness whereof I have hereunto set my hand and seal in Caracas, on April 28 of the Year 2013.-----

Rosa Rivero



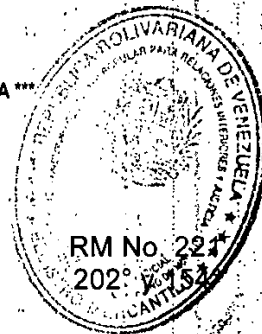
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TALLAHASSEE, FLORIDA





REPÚBLICA BOLIVARIANA DE VENEZUELA

*** MINISTERIO DEL PODER POPULAR PARA RELACIONES INTERIORES Y JUSTICIA ***



SERVICIO AUTÓNOMO DE REGISTROS Y
NOTARÍAS.
REGISTRO MERCANTIL SEGUNDO DEL
DISTRITO CAPITAL

Quien suscribe:

C E R T I F I C A

Que se ha confrontado la **Copia Certificada Fotostática** constante de **seis (6)** folio(s), que a continuación se reproducen, y que es traslado fiel y exacto del Documento inscrito bajo el Número:

8 - ACTA DE ASAMBLEA Y JUNTA DIRECTIVA DE EMPRESA MERCANTIL, TOMO 32-A SDO., DE FECHA: 12/02/2010.-

CORRESPONDIENTE A LA EMPRESA: **AEROTECNICA, S.A.**

Que se encuentran insertos al Expediente N°: **5474**.

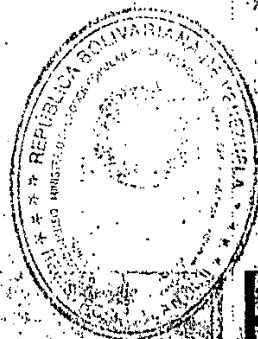
Con fecha: **MUNICIPIO LIBERTADOR, 10 DE ABRIL DEL AÑO DOS MIL TRECE**.

CERTIFICA, igualmente que esta **Copia Certificada Fotostática** ha sido elaborada en esta oficina por el funcionario: **MINELDA DEL CARMEN PERDOMO TERAN**.

Con Cédula de Identidad N°: **V-5.786.781**.

Persona autorizada por mí para hacerla y quien suscribe cada una de las páginas de la presente certificación.

Registrador Mercantil Segundo
Abogado **YONMAR YOHANNY MONTOYA**



SERVICIO AUTÓNOMO
DE REGISTROS
Y NOTARÍAS

Ciudadano:

Registrador Mercantil de la Circunscripción Judicial del
Distrito Capital y Estado Miranda
SU DESPACHO.-

Folios
cial del
Caras
Anexos
Monte Peg
Fisco Nec.
Timbres F.

4605

Yo, José Ignacio Márcano Esparragoza, venezolano, mayor de edad de este domicilio y titular de la cédula de identidad número 13.472.443, debidamente autorizado para este acto, ante usted respetuosamente ocurro para presentar copia certificada del Acta de Asamblea General Extraordinaria de la compañía **AEROTÉCNICA, S.A.**, sociedad mercantil constituida y domiciliada en Caracas, según consta de documento inscrito por ante el Registro Mercantil de la Circunscripción Judicial del Distrito Federal y Estado Miranda, el 6 de Septiembre de 1951, bajo el No. 718, Tomo 3-C, celebrada en la sede de la empresa el día 27 de enero de 2010, en la que se aprobó como punto único: "Elección de miembros de la Junta Directiva de la Compañía, para el próximo período estatutario".

En consecuencia, ruego a usted se sirva ordenar su inscripción, fijación, registro y publicación a los fines de ley. Igualmente, solicito copia certificada de la presente participación y del auto que la provea, así como del acta de asamblea en referencia.

En Caracas, a la fecha de su presentación.

SECTION OF STATE
TALLAHASSEE, FLORIDA

13 JUN 12 PM 12:55

71

Q

Q. 10. P. 10.



REPÚBLICA BOLIVARIANA DE VENEZUELA

*** MINISTERIO DEL PODER POPULAR PARA RELACIONES INTERIORES Y JUSTICIA ***

SERVICIO AUTÓNOMO DE REGISTROS Y
NOTARÍAS.
REGISTRO MERCANTIL SEGUNDO DEL
DISTRITO CAPITAL

RM No. 221
199° y 150°

Municipio Libertador, 12 de Febrero del Año 2010

Por presentado el anterior documento por su FIRMANTE, para su inscripción en el Registro Mercantil y fijación. Hágase de conformidad, y ARCHIVESE original. El anterior documento redactado por el Abogado ALFREDO JOSE ABOU HASSAN FERNANDEZ IPSA N.: 58774, se inscribe en el Registro de Comercio bajo el Número: 8, TOMO -32-A SDO. Derechos pagados BS: 139,75 Según Planilla RM No. 22100092179, 22100092446, Banco No. 03068728 Por BS: 84,50. La identificación se efectuó así: JOSE IGNACIO MARCANO ESPARRAGOZA, C.I: V-13.472.443.

Abogado Revisor: BEATRIZ ELIZABETH ROSALES VENTURA


Registrador Mercantil Segundo

Abogado YONMAR YOHANNY MONTOYA

ESTA PÁGINA PERTENECE A:
AEROTECNICA, S.A
Número de expediente: 5474
DIV

13 JUN 12 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



SERVICIO AUTÓNOMO
DE REGISTROS
Y NOTARÍAS

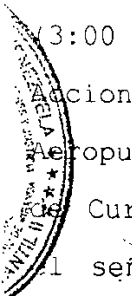
ASAMBLEA GENERAL EXTRAORDINARIA DE ACCIONISTAS
DE AEROTECNICA, S.A. ✓

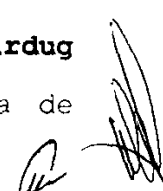
CELEBRADA EL DIA 27 DE ENERO DE 2010 ✓

13 JUN 12 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

En el día de hoy, 27 de enero de 2010, siendo las tres de la tarde (3:00 p.m.), se constituyeron en Asamblea General Extraordinaria de Accionistas de Aerotécnica, S.A., en la siguiente dirección: Calle Aeropuerto Caracas, Edificio Aerotécnica, piso PB, oficina PB, Altos de Curuma, Charallave, Estado Miranda, los siguientes accionistas:

El señor Antonio Erwin Dugarte Semidey, en representación de las siguientes compañías: **Inversiones Andragora, C.A.**, sociedad mercantil originalmente denominada Inversiones Frinol, C.A., constituida y domiciliada en Caracas, según consta de documento inscrito ante el Registro Mercantil Segundo de la Circunscripción Judicial del Distrito Federal y Estado Miranda, en fecha 26 de septiembre de 1986, bajo el N° 13, Tomo 68-A-Sgdo, titular de treinta y ocho mil cuatrocientas tres (38.403) acciones; **Inversiones Solmei C.A.**, sociedad mercantil constituida y domiciliada en Caracas, según consta de documento inscrito ante el Registro Mercantil Segundo de la Circunscripción Judicial del Distrito Federal y Estado Miranda, en fecha 26 de septiembre de 1986, bajo el N° 12, Tomo 68-A-Sgdo, titular de trescientas cuarenta y cinco mil trescientas noventa y cuatro (345.394) acciones; **Inversiones Dugair C.A.**, sociedad mercantil constituida y domiciliada en Caracas, según consta de documento inscrito ante el Registro Mercantil Segundo de la Circunscripción Judicial del Distrito Federal y Estado Miranda, en fecha 24 de agosto de 2006, bajo el N° 77, Tomo 174-A-Sgdo, titular de trescientas ochenta y tres mil ochocientas cinco (383.805) acciones; Antonio Eduardo Dugarte Parra, actuando en su carácter de Suplente del Director Gerente de **Inversiones Airdug C.A.**, sociedad mercantil domiciliada en caracas, según consta de





documento inscrito ante el Registro Mercantil Quinto de la Circunscripción Judicial del Distrito Federal y Estado Miranda, en fecha 30 de junio de 2006, bajo el N° 95, Tomo 1357-A, titular de quinientas diecinueve mil cuatrocientas once (519.411) acciones. Se encuentran presentes igualmente el señor Mario Antonio Ciaffi Dugarte, miembro de la Junta Directiva de la empresa. El señor Antonio Dugarte Semidey, Vicepresidente de la empresa, luego de constatar el quórum declaro válidamente constituida la Asamblea, por estar representado en ella el capital social equivalente al ochenta y cinco coma ochenta y un por ciento (85,81%) y dio lectura seguidamente a la convocatoria publicada en el diario Últimas Noticias en su edición del día 16 de enero de 2010, página 71, la cual es del siguiente tenor: "Convocatoria. De conformidad con lo establecido en la Cláusula Décima Cuarta de los Estatutos Sociales de la Compañía, se convoca a todos los accionistas de Aerotécnica S.A., a una Asamblea General Extraordinaria de Accionistas a celebrarse el día miércoles 27 de enero de 2010, a las 3:00p.m., en la sede social de la compañía, en la siguiente dirección: Calle Aeropuerto Caracas, Edificio Aerotécnica, piso PB, oficina PB, Altos de Curuma, Charallave, Estado Miranda, a fin de tratar como único punto: "Elección de miembros de la Junta Directiva de la Compañía, para el próximo período estatutario. Caracas, 15 de enero de 2010, Antonio Erwin Dugarte Semidey, Vicepresidente y Antonio Eduardo Parra, Vicepresidente Suplente". Sometido a consideración de los presentes el único objeto propuesto, la Asamblea aprobó por unanimidad designar para el cargo de Presidente de la Junta Directiva a la señora Lilia Semidey de Dugarte, venezolana, mayor de edad, de este domicilio y titular de la cédula de identidad número 090.088; para los cargos de Vicepresidentes a los señores Antonio Erwin Dugarte Semidey y Antonio Eduardo Dugarte Parra, venezolanos, mayores de edad, de este domicilio y titulares de las cédulas de identidad números 2.957.788 y 9.970.828, respectivamente; para el cargo de Director a la señora Lilian Dugarte de Ciaffi, venezolana, mayor de edad, de este domicilio y titular de la cédula de identidad

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número 3.665.455 y a Lilian Carola Ciaffi Dugarte, venezolana, mayor de edad, de este domicilio y titular de la cédula de identidad número 15.395.319 para ocupar el cargo de Secretario. Como suplentes de la Junta Directiva fueron designados: Mario Antonio Ciaffi, venezolano, mayor de edad, de este domicilio y titular de la cédula de identidad número 13.555.736, como Suplente del Vicepresidente Antonio Erwin Dugarte Semidey y a Miguel José Rivas Longar, venezolano, mayor de edad, de este domicilio y titular de la cédula de identidad número 3.548.472 como Suplente del Vicepresidente Antonio Eduardo Dugarte Parra. La Asamblea ha decidido unánimemente dejar vacante los cargos de Suplente del Director y Secretario de la empresa.

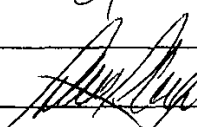
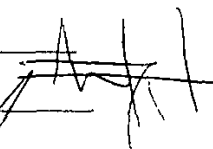


Se facultó suficientemente al Vicepresidente Antonio Erwin Dugarte Semidey, antes identificado, para certificar el contenido de la presente acta y para participar lo decidido al Registro Mercantil a los fines de su inscripción, fijación y publicación, se facultó al ciudadano José Ignacio Marcano, venezolano, mayor de edad, de este domicilio y titular de la cédula de identidad número 13.472.443. No habiendo más que tratar, se levantó la sesión y conformes firman:

Antonio Erwin Dugarte Semidey

Antonio Eduardo Dugarte Parra

Mario Antonio Ciaffi Dugarte



Antonio Erwin Dugarte Semidey, venezolano, mayor de edad, de este domicilio, y titular de la cédula de identidad número 2.957.788, actuando en mi carácter de Vicepresidente de Aerotécnica S.A., y suficientemente facultado para esta actuación, certifico que el acta que precede es traslado fiel de su original, el cual corre inserto en el libro de acta de dichas compañías.

Caracas, 27 de enero de 2010.

Antonio Erwin Dugarte Semidey





REPÚBLICA BOLIVARIANA DE VENEZUELA

*** MINISTERIO DEL PODER POPULAR PARA RELACIONES INTERIORES Y JUSTICIA ***

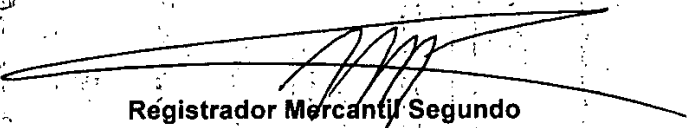
SERVICIO AUTÓNOMO DE REGISTROS Y
NOTARIAS.
REGISTRO MERCANTIL SEGUNDO DEL
DISTRITO CAPITAL

RM No. 221
202° y 154°

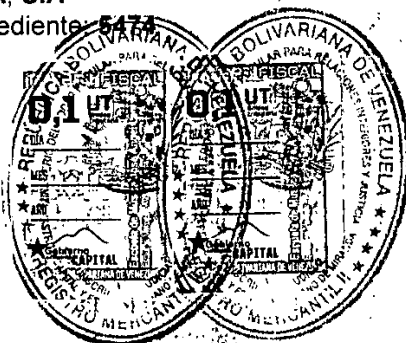
Municipio Libertador, 10 de Abril del año 2013

Por recibido en esta misma fecha constante de **seis (6)** folio(s) útil(es). Agréguese la solicitud al expediente de la Compañía. Expídase copia certificada con inserción del presente Auto. Los derechos arancelarios fueron cancelados según Recibo Número: **22100304398**

Quien suscribe hace constar que la anterior **Copia Certificada Fotostática** es copia fiel y exacta de los que corren insertos al expediente número: **5474** las cuales fueron canceladas según planilla RM N°: **221.2013.2.262**


Registrador Mercantil Segundo
Abogado YONMAR YOHANNY MONTOYA

ESTA PÁGINA PERTENECE A:
AEROTECNICA, S.A
Número de expediente: **5474**



13 JUN 12 PM 2:53
SECRETARÍA DE ESTADO
TALLAHASSEL FLORIAN

