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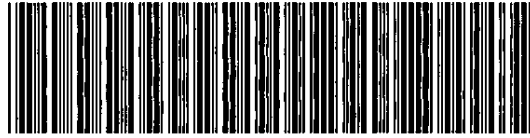
(Business Entity Name)

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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations
INSUMOS INDUSTRIALES DESALINKA C.A. CORP

SUBJECT: _____
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:
YANELLE M BARINAS

BARINAS AND ASSOCIATES INC	Name of Person
5701 NW 36 ST	Firm/Company
MIAMI, FL 33166	Address
BARINASB@GMAIL.COM	City/State and Zip code
E-mail address: (to be used for future annual report notification)	

For further information concerning this matter, please call:

YANELLE M BARINAS	305	871-0889
_____	at (_____)	_____
Name of Person	Area Code	Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

Registration 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.*

INSUMOS INDUSTRIALES DESALINKA C.A. CORP

1. INSUMOS INDUSTRIALES DESALINKA C.A. CORP
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

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

VENEZUELA

2. 03/12/2010 3. PERPETUAL
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 05/10/2016 5. PERPETUAL
(Date of incorporation) (Date of duration, if other than perpetual)

6. 10450 NW 74 ST, UNIT 201, DORAL, FL 33178
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 10450 NW 74 ST, UNIT 201, DORAL, FL 33178
(Principal office address)

(Current mailing address, if different)

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

Name: MICHAEL JOEL NAVARRO RAMOS

Office Address: 10450 NW 74 ST, UNIT 201
DORAL 33178
(City) (Zip code)

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.

x Michael Navarro

(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.

RECEIVED
16 JUL -5 AM 7:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: MICHAEL JOEL NAVARRO RAMOS

Address: 10450 NW 74 ST, UNIT 201

DORAL, FL 33178

Vice Chairman: MARIA LEONOR BOULTON JIMENEZ

Address: 10450 NW 74 ST, UNIT 201

DORAL, FL 33178

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: MICHAEL JOEL NAVARRO RAMOS

Address: 10450 NW 74 ST, UNIT 201

DORAL, FL 33178

Vice President: MARIA LEONOR BOULTON JIMENEZ

Address: 10450 NW 74 ST, UNIT 201

DORAL, FL 33178

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

12. ☒ Michael Navarro 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. MICHAEL JOEL NAVARRO RAMOS

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

16 JUL - 6 AM 7 23
SECRETARY OF STATE
PALM BEACH, FLORIDA
RECEIVED

BOLIVARIAN REPUBLIC OF VENEZUELA

MINISTRY OF THE PEOPLE'S POWER FOR INTERIOR

RELATIONSHIPS AND JUSTICE

AUTONOMOUS SERVICE OF RM N° 283
REGISTRIES AND NOTARIES 205th and 157th
FIRST MERCANTILE REGISTRY OF
THE STATE OF ARAGUA
The undersigned:

C E R T I F I E S

That the **Certified Photostatic Copy** comprised by **eleven (11)** pages reproduced here below has been compared to and the same are a true and accurate transcription of the Document entered under Number:

24.- INCORPORATION OF CORPORATIONS. VOLUME 110-A FIRST MERCANTILE REGISTRY OF THE STATE OF ARAGUA, DATED 12/03/2010.

42.- CAPITAL INCREASE OF MERCANTILE CORPORATION, VOLUME 144-A, FIRST MERCANTILE REGISTRY OF THE STATE OF ARAGUA, DATED 12/14/2011.

PERTAINING TO THE MERCANTILE CORPORATION: **INSUMOS INDUSTRIALES DESALINKA C.A.**

Entered to Docket N° 283-2718

Date: **TOWNSHIP OF GIRARDOR, APRIL 20TH OF YEAR TWO THOUSAND SIXTEEN**

Likewise, it is herein CERTIFIED that this **Certified Photostatic Copy** has been prepared in this Office by Officer: **EMMA KOREY DEL MORAL ROMERO**

With Identity Card N°: **V-9,689,155**

A person duly authorized by me to prepare it and who signs each one of the pages of the certification.

(Illegible signature)

First Mercantile Registrar

Attorney at Law **RAFAEL VICENTE VIVAS QUILELLI**

[Besides the Registrar's signature there appears a round ink stamp with the Venezuelan coat of arms at the center and all around the following wording: "Bolivarian Republic of Venezuela. 283. FIRST MERCANTILE REGISTRY of the Judicial Circuit of the State of Aragua."]

THE HONORABLE

FIRST MERCANTILE REGISTRAR OF THE JUDICIAL CIRCUIT OF THE STATE OF ARAGUA

DELIVERED BY HAND.-

I, **NELSON ALEJANDRO ARGUELLO**, Venezuelan, of legal age, marital condition Unmarried, holder of the Identity Card N° **V-12,596,037**, of this domicile, duly authorized by the Incorporating Document and By-laws of the mercantile corporation **INSUMOS INDUSTRIALES DESALINKA C.A.**, before you with due respect occur to state: pursuant to the provisions in article 215 of the Code of Commerce to the purposes of submit duly signed by the shareholders and in original, the incorporating document of the mentioned Mercantile Corporation **INSUMOS INDUSTRIALES DESALINKA C.A.** so that, after the compliance of all legal formalities, kindly order its

entry and registry before the Mercantile Registry under your worthy charge, together with the Opening Inventory for an amount of **FIFTY THOUSAND VENEZUELAN BOLIVARS (VBE 50,000.00)** to be added to the respective docket. I ask you to please order the transcription and publication of this Minutes before the Mercantile Registry and the issue of a certified copy of the same and of this request for its publication and filing. In Maracay on the date of its acknowledgement.

(Illegible signature)

BOLIVARIAN REPUBLIC OF VENEZUELA

MINISTRY OF THE PEOPLE'S POWER FOR INTERIOR

RELATIONSHIPS AND JUSTICE

AUTONOMOUS SERVICE OF RM N° 283
REGISTRIES AND NOTARIES 200th and 151st
FIRST MERCANTILE REGISTRY OF
THE STATE OF ARAGUA

Township of Girardot, December 3rd of year 2010

As submitted the preceding notice. Fulfilled as they had been the Legal requirements, be it entered in the Mercantile Registry together with the submitted document; be the respective entry posted and published, be the Company docket get in the record and file the original together with the copy of the Incorporating Document and other documents attached to the same. Be the publication copy issued, The preceding document

drafted by Attorney at Law ANDREINA DE LA COROMOTO
HERNANDEZ ARRAEZ, IPSA N° 132099 is entered in the
Registry of Commerce under N° 24, VOLUME 110-A 1ST
MERCANTILE REGISTRY OF THE STATE OF ARAGUA. Duties paid
VBE 348.80, pursuant to Form RM N° 28300018524, Bank N°
76714961 in the amount of **VBE 591.00**. The identification
was made as follows: **NELSON ALEJANDRO ARGUELLO, Id. C.**
V-12,485,031.

Reviewer Attorney at Law: **ANDY PATRICIA ARCANO**

(Illegible signature)

Mercantile Registrar

Attorney at Law **MARY MICAELA MARTINEZ FERNANDEZ**

THIS PAGE BELONGS TO:

INSUMOS INDUSTRIALES DESALINKA, C.A.

Docket Number: **283-2716**

CONST

[Besides the signature there appears a round ink stamp
with the Venezuelan coat of arms at the center and all
around the following wording: "BOLIVARIAN REPUBLIC OF
VENEZUELA. 1ST MERCANTILE REGISTRY of the Judicial
Circuit of the State of Aragua."]

[The pertinent Revenue Stamp has been affixed at the
bottom of the page.]

We, **JUAN JOSE NAVARRO RODRIGUEZ**, Venezuelan, of legal
age, marital status: married, holder of Identity Card N°
V-3,979,555, of this domicile, and **XIOMARA JOSEFINA**

RAMOS DE NAVARRO, Venezuelan, of legal age, marital status: married, holders of the Identity Card N° **V-3,892,065**, of this domicile, have agreed in to incorporate, as in fact we do in this proceeding, a society under the form of Corporation that shall be governed by the Incorporating Document drafted widely enough to serve as By-laws and by the provisions of the Code of Commerce that may be applicable to.

TITLE 1ST

DENOMINATION, OBJECT, DOMICILE AND DURATION .

FIRST: The Corporation shall be denominated "**INSUMOS INDUSTRIALES DESALINKA, C.A.**".

SECOND: The object of the Corporation shall be the production, commercialization, distribution and export of goods for the food industry for human consumption, likewise, the representation of commercial or foreign industries of any kind; also to import the products of its activities, among others, machinery and raw material for the preparation of chemical products of any nature, also, it may also carry out any other activity of lawful commerce related with the previously mentioned branch, therefore, the company shall have the widest activity of its objective, being able to carry out every necessary and convenient act, contract, operations and negotiations for the performance of the same, being only limited by the pertinent legal provisions.

THIRD: The domicile of the company shall be at the

Urbanizacion Mata Redonda, Tercera Transversal, Manzana 18, Casa 200-A, in the city of Maracay, Township of Girardot, State of Aragua, but it may establish offices, branches or agencies at any place inside the country or abroad when the Board of Directors so decide it.

FOURTH: The Corporation shall have a duration of **FIFTY (50) YEARS** counted as from the date of its entry in the Mercantile Registry, a term which may be extended for equal terms, if the Stockholders Meeting so decide it at the expiration of the term.

TITLE 2ND

CAPITAL AND SHARES

FIFTH: The Capital Stock of the Corporation shall be the amount of **FIFTY THOUSAND STRONG VENEZUELAN BOLIVARS (VBE 50,000.00)**, divided in **FIVE HUNDRED (500)** shares with a face value of **ONE HUNDRED VENEZUELAN BOLIVARS (VBE 100.00)** each one, fully subscribed and paid as follows: **JUAN JOSE NAVARRO RODRIGUEZ**, subscribes and pays **TWO HUNDRED AND FIFTY (250)** shares, with a face value of **ONE HUNDRED VENEZUELAN BOLIVARS (VBE 100.00)** each one, for a total amount of **TWENTY-FIVE THOUSAND VENEZUELAN BOLIVARS (VBE 25,000.00)** and **XIOMARA JOSEFINA RAMOS DE NAVARRO** subscribes and pays **TWO HUNDRED AND FIFTY (250)** shares, with a face value of **ONE HUNDRED VENEZUELAN BOLIVARS (VBE 100.00)** each one, for a total amount of **TWENTY-FIVE THOUSAND VENEZUELAN BOLIVARS (VBE**

25,000.00), as evidenced in the opening inventory signed by a public accountant and which is attached hereto. Shares are nominative and in case of capital increase or decrease. The shareholders shall have the right of first refusal for the subscription of new shares or shall support the decrease in the same proportion as their participation.

SIXTH: The Shares are of the same value and each one of them represents one vote in the meetings, giving to their bearers the same rights and obligations. The shares are non-divisible with respect to the Corporation, which shall recognize only one owner per share.

SEVENTH: When one of the shareholders should want to dispose in full or of a portion of its shares, the other shareholders shall have the right of first refusal to acquire it stating its will within a term of thirty (30) days as from the date of the offer.

EIGHTH: In case of loss, theft, destruction of a share certificate and provided that these acts were proven to the satisfaction of the Board of Directors, the company shall proceed to the issue of a new share certificate, being able to demand from the shareholder the guarantee that the Board of Directors shall deem convenient.

TITLE 3RD

ON THE STOCKHOLDERS MEETINGS

NINTH: The Stockholders Meetings may be Regular or

Special. The Regular Stockholders Meeting shall be held each year within the first three (3) months following the closing of the fiscal year; the Special Stockholders Meetings shall be held whenever it is considered necessary for the interest of the Corporation. Both meetings shall be held after the previous call for a meeting through the local press or by means of a letter addressed to each shareholder, indicating the day, time and object of the meeting, it may be done without said call for a meeting when the case is of the presence of 100% of the Capital Stock. The meetings shall have the powers established by the Law. Every discussion on an object not expressed in the call for the meeting shall be null, except an agreement on the contrary approved by the Chairman; the requirement of the call for a meeting shall be considered as fulfilled and the meeting shall be considered as validly convened if at the moment of being held all shareholders are present or represented at the same. The shareholders that may not attend personally to the meeting may be represented at the same by means of duly authorized proxies.

TENTH: The Regular Stockholders Meeting shall assemble at Maracay during the first quarter of each year and on the day, time and place set by the Board of Directors, which shall have as its duties the approval of the Balance Sheet, the appointment of the Statutory Auditor, to determine its remuneration and any other subject

submitted to its consideration. The Special stockholders Meeting shall be held whenever it is convenient to the interests of the Company and at the time it is called for by the Board of Directors.

ELEVENTH: The approval and the vote of the Board of Directors shall be required for the validity of the agreements and decisions of the meeting called for the purposes set forth in article 280 of the Code of Commerce. The procedure set forth in Article 281 of the Code of Commerce shall be followed in case the meeting so called for should not be held due to the lack of quorum.

TWELFTH: A minutes shall be drafted of all what is agreed in the meeting, which shall contain the name of all attendants, stating the number of shares owned or represented, the agreements of decisions taken, the number of favorable or unfavorable votes or express reference in case the decision was unanimous.

TITLE 4TH

ON THE ADMINISTRATION

THIRTEENTH: The direction and administration of the corporation shall be in charge of a Board of Directors comprised by two (2) members who may or not be shareholder, they shall remain Ten (10) years in the exercise of their duties, and they may be reelected. The members of the Board of Directors shall be comprised by a President and a Vice-president.

FOURTEENTH: Before starting its duties, each member of the Board of Directors shall deposit one share in the treasury of the company to the purposes set forth in Article 244 of the Code of Commerce. In case some member of the Board of Directors is not a shareholder of the Company, then the Stockholders Meeting shall decide the guarantee to be demanded.

FIFTEENTH: The meetings of the Board of Directors shall be called for by the President and/or the Vice-president.

SIXTEENTH: The President and the Vice-president shall be appointed by the General Stockholders Meeting.

SEVENTEENTH: The presence and the favorable vote of the Board of Directors shall be required for the validity of the agreements and decisions.

EIGHTEENTH: The President and the Vice-president of the Board of Directors shall have, jointly or separately, the widest powers of administration and disposal of each and every assets of the corporation.

NINETEENTH: The Board of Directors may appoint, whenever it considers convenient, other managers and employees with specific tasks; with the powers, obligations and remunerations designated for them.

TWENTIETH: The President and the Vice-president of the corporation shall be the legal representatives and the executive bodies of the Board of Directors and shall enforce its agreements and decisions.

TWENTY-FIRST: The President and the Vice-president, shall have the power of **DISPOSAL OF and ADMINISTRATION** of the assets of the company, thus, they may exercise **INDIVIDUALLY** the following functions: A) to represent the company both judicially and extra-judicially; they may constitute and appoint judicial leaders for an adequate representation of the corporation; b) to prepare and submit the annual report to the General stockholders Meeting, about the Balance, statement of Profit and Losses and order the payment of dividends agreed in the meeting; C) to open, close, mobilize banking accounts on behalf of the corporation, collect checks, endorse them, accept letters of exchange to make them effective on behalf the corporation; D) to sign all type of documents and protocols; E) to call for Stockholders Meetings, to set the topics to be discussed and enforce its decisions; F) to establish the administration expenses and to plan the businesses of the corporation; G) to represent the company in all businesses and contracts with third parties regarding the object of the same; H) to lease the assets of the company; I) to request any credit required by the company before banking entities or before any other competent entity; J) to appoint and remove the personnel of the company and to set their remunerations; and finally, to perform all what is considered convenient for the best defense of the rights and interests of the

company.

TITLE 5TH

ON THE STATUTORY AUDITOR^{TN1}

TWENTY-SECOND: The Corporation shall have one (1) Statutory Auditor who shall exercise the faculties stated in the Code of Commerce, shall be appointed by the Stockholders Meeting and shall remain five (5) years in his position or until its successor has taken possession of his position. Licentiate **FRANCYS ROJAS**, holder of the Identity Cars N° **V-16,686,537**, member of the **C.P.C.**^{TN2} under N° **65,876** has been appointed as Statutory Auditor, who accepted the position.

TITLE 6TH

ON THE DURATION OF THE FISCAL YEAR AND PROFIT SHARING

TWENTY-THIRD: The fiscal year of the corporation shall begin on the first (1st) day of January and shall end on the thirty-first (31st) day of December of the same year, except from the first fiscal year which shall be comprised from the date of entering of the company before this registry office until December thirty-first (31st) of this year.

TWENTY-FOURTH: Profits, once deducted the general expenses including operation costs and the employees' participation and taxes, shall be distributed as follows: Five per cent (5%) of the profits shall be set

^{TN1} This is a position that does not exist in the Anglo Saxon legislation, but it is mandatory in the Spanish and Latin American one.

aside to the purposes of comprise the Reserve Fund until the same reaches ten per cent (10%) of the Capital Stock. 2) Ten per cent (10%) shall be distributed among the shareholders. 3) The balance shall be earmarked to the constitution of reserve and/or re-investment special accounts. 4) Dividends may only be distributed after the previous amortization of losses or in the manner the Stockholders Meeting considers convenient.

TITLE 7TH

ON THE DISSOLUTION AND LIQUIDATIONS

TWENTY-FIFTH: In case of dissolution or liquidation of the company, the stockholders Meeting shall appoint the liquidator(s), with the powers set forth by the Code of Commerce.

TITLE 8TH

FINAL PROVISIONS

TWENTY-SIXTH: The following persons have been appointed for the Board Directors: **PRESIDENT** the shareholder **JUAN JOSE NAVARRO RODRIGUEZ** and as **VICE-PRESIDENT** the shareholder **XIOMARA JOSEFINA RAMOS DE NAVARRO**, both fully identified.

TWENTY-SEVENTH: The company may not grant bonds or guarantees for purposes different from its normal businesses, except from the cases expressly authorized by the Stockholders Meeting.

TWENTY-EIGHTH: Citizen Mr. **NELSON ALEJANDRO ARGUELLO**,

Venezuelan, of legal age, marital status: unmarried, of this domicile, holder of Identity card N° **V-12,485,037** was authorized to proceed with the legal registration procedures.

[Next, there appear two illegible signatures with two fingertips below each signature.]

[Next, there appears a copy of Payment Form 01-TFE (Electronic Revenue Stamps) in the amount of CBE 1.52.]

BOLIVARIAN REPUBLIC OF VENEZUELA

MINISTRY OF THE PEOPLE'S POWER FOR INTERIOR

RELATIONSHIPS AND JUSTICE

AUTONOMOUS SERVICE OF RM N° 283
REGISTRIES AND NOTARIES 201st and 152nd
FIRST MERCANTILE REGISTRY OF
THE STATE OF ARAGUA

Township of Girardot, December 14th of year 2011

As submitted the preceding notice by its GRANTOR, for its entry in the Mercantile Registry, posting and publication. Proceed accordingly and add the original to the docket of the Mercantile Corporation together with the documents attached thereto. Issue the publication copy. The preceding document drafted by Attorney at Law NANCY MERCEDES MEDINA MEDINA IPSA N° 49832 is entered before the Registry of Commerce under Number **42**, Volume **-144-A FIRST MERCANTILE REGISTRY OF THE STATE OF ARAGUA.**

Duties paid VBE **685.52** Pursuant to Form RM N°

28300043287, Bank N° **0000309318-42** for VBE **606.40**. The identification was made as follows: **NELSON ALEJANDRO ARGUELLO**, Id.C. **V-12,485,037**.

Reviewer Attorney at Law: **FRANKLIN ALFREDP BOYER HERRERA**

(Illegible signature)

Mercantile Registrar In Charge

Attorney at Law **ANDY PATRICIA ARCANO VIDAL**

THIS PAGE BELONGS TO:

INSUMOS INDUSTRIALES DESALINKA C.A.

Docket N°: **283-2716**

MOD

[Besides the Registrar's signature there appears a round ink stamp with the Venezuelan coat of arms at the center and all around the following wording: "Bolivarian Republic of Venezuela. 283. FIRST MERCANTILE REGISTRY of the Judicial Circuit of the State of Aragua."]

MINUTES OF THE GENERAL SPECIAL STOCKHOLDERS MEETING OF

THE MERCANTILE CORPORATION INSUMOS INDUSTRIALES

DESALINKA C.A.

Today, September Thirtieth (30th) of year Two Thousand Eleven (2011), at 10 o'clock a.m., there were assembled at the main office of **INSUMOS INDUSTRIALES DESALINKA C.A.**, a Mercantile Corporation registered before the First Mercantile Registry of the Judicial Circuit of the State of Aragua, under N° 24, Volume 110-A, dated December 3rd of year 2010, the shareholders of the same, to the purposes of hold a General Special Stockholders Meeting. Shareholder **JUAN JOSE NAVARRO RODRIGUEZ** chaired the Meeting in his capacity of President. Next, the attendance to the Meeting was verified and being present shareholder **JUAN JOSE NAVARRO RODRIGUEZ**, Venezuelan, of legal age, marital status: married, holder of Identity Card N° **V-3,979,555** and **XIOMARA JOSEFINA RAMOS DE NAVARRO**, Venezuelan, of legal age, marital status: married, holders of the Identity Card N° **V-3,892,065**, thus represented the totality of the Capital Stock of the Corporation; therefore the previous call for the Meeting was avoided; declaring the Stockholders Meeting as validly convened given the presence of the required quorum; additionally, there were present at the Meeting as guests citizens Messrs. **MICHEL JOEL NAVARRO RAMOS** and **MARIA LEONOR BOULTON JIMENEZ**, Venezuelans, of legal age, marital condition: unmarried, civilly capable, holders

of Identity Cards Nos. **V-13,518,033** and **15,473,467** respectively and of this domicile, thus, they decide to assemble in a General Special Stockholders Meeting to the purposes of discuss and take agreements. Immediately, shareholder **JUAN JOSE NAVARRO RODRIGUEZ** took the stand and states: "I propose the following Agenda: **ITEM ONE**: Extension of the object of the mentioned Mercantile Corporation; **ITEM TWO**: Inactivity Statement of Fiscal Year 2010; **ITEM THREE**: To consider the capital increase by means of the inclusion of two (2) new shareholders to the Mercantile Corporation **INSUMOS INDUSTRIALES DESALINKA C.A.** from **FIFTY THOUSAND BOLIVARS (VBE 50,000.00)** to **ONE HUNDRED THOUSAND BOLIVARS (VBE 100,000.00)**, as evidenced in the Inventory of Goods attached hereto; **ITEM FOUR**: Amendment of Articles Second, Fifth. Thirteenth, Sixteenth, Eighteenth, Twentieth, Twenty-first and Twenty-sixth of the Incorporating Document of the Corporation; once submitted said items to the consideration of the Meeting, the same were unanimously approved. Immediately, the Meeting proceed to discuss about **ITEM ONE** of the Agenda, shareholder **JUAN JOSE NAVARRO RODRIGUEZ** took the stand and states: It is submitted to the consideration of the Meeting the proposal for the extension of the social object of the Corporation establishing as object of the company the production, commercialization, distribution and export and import of

goods for the food industry for human consumption, likewise, the representation of commercial or foreign industries of any kind; also to import the products of its activities, among others, machinery and raw material for the preparation of chemical products of any nature, also, it may also carry out any other activity of lawful commerce related with the previously mentioned branch, therefore, the company shall have the widest activity of its objective, being able to carry out every necessary and convenient act, contract, operations and negotiations for the performance of the same, being only limited by the pertinent legal provisions. Submitted this item to the Meeting, it was unanimously approved. Next, the Meeting proceed to discuss about ITEM TWO of the Agenda; shareholder **JUAN JOSE NAVARRO RODRIGUEZ** took the stand and states: To consider the inactivity pertaining to the economic year 2010, attaching hereto the Income Tax Statement without economic activity. Submitted this item to the Meeting, it was unanimously approved. Next, the Meeting proceed to discuss about ITEM THREE of the Agenda; shareholder **JUAN JOSE NAVARRO RODRIGUEZ** took the stand and states: To consider the capital increase by means of the inclusion of two (2) new shareholders to the Mercantile Corporation **INSUMOS INDUSTRIALES DESALINKA C.A.** increasing in this same proceeding the amount of **FIVE HUNDRED (500) NEW SHARES WITH A FACE VALUE OF ONE HUNDRED VENEZUELAN BOLIVARS**

(VBE 100.00) EACH, FOR A TOTAL OF FIFTY THOUSAND VENEZUELAN BOLIVARS (BE 50,000.00), again shareholder JUAN JOSE NAVARRO RODRIGUEZ took the stand and states that taking into account the right of first refusal of SHAREHOLDER XIOMARA JOSEFINA RAMOS ALVARADO, it is herein offered to her to SUBSCRIBE , in this same proceeding the amount of FIVE HUNDRED (500) NEW SHARES WITH A FACE VALUE OF ONE HUNDRED VENEZUELAN BOLIVARS (VBE 100.00) EACH, FOR A TOTAL OF FIFTY THOUSAND VENEZUELAN BOLIVARS (BVE 50,000.00), shareholder XIOMARA JOSEFINA RAMOS ALVARADO took the stand and declares that she is not interested in to SUBSCRIBE , the FIVE HUNDRED (500) NEW SHARES WITH A FACE VALUE OF ONE HUNDRED VENEZUELAN BOLIVARS (VBE 100.00) EACH, FOR A TOTAL OF FIFTY THOUSAND VENEZUELAN BOLIVARS (VBE 50,000.00), declines her right of first refusal and authorizes in this same proceeding shareholder JUAN JOSE NAVARRO RODRIGUEZ to perform the subscription of the new shares to third parties, Citizen Mr. MICHEL JOEL NAVARRO RAAMOS, who is attending to the Meeting as guest, took the stand and states: that he subscribes and pays TWO HUNDRED AND FIFTY (250) new nominal shares at a face value of ONE HUNDRED VENEZUELAN BOLIVARS (VBE 100.00) each, for a total of TWENTY FIVE THOUSAND VENEZUELAN BOLIVARS (VBE 25,000.00) in assets, as evidenced in the Inventory attached hereto; next, Citizen Miss MARIA

LEONOR BOULTON JIMENEZ took the stand and states: that he subscribes and pays TWO HUNDRED AND FIFTY (250) new nominal shares at a face value of ONE HUNDRED VENEZUELAN BOLIVARS (VBE 100.00) each, for a total of TWENTY FIVE THOUSAND VENEZUELAN BOLIVARS (VBE 25,000.00) in assets, as evidenced in the Inventory attached hereto. Submitted this item to the consideration of the Meeting it was unanimously approved; the Meeting reminds the Shareholders that to the purposes of formalizing this subscription, evidence should be left of the assignment of shares in the Book of Shareholders. Immediately the Meeting proceed to discuss about ITEM FOUR of the Agenda; shareholder JUAN JOSE NAVARRO RODRIGUEZ took the stand and states: To consider about the Amendment of Articles Second, Fifth. Thirteenth, Sixteenth, Eighteenth, Twentieth, Twenty-first and Twenty-sixth of the Incorporating Document of the Corporation, which shall be drafted as follows: ARTICLE SECOND: The object of the company shall be the production, commercialization, distribution and export and import of goods for the food industry for human consumption, likewise, the representation of commercial or foreign industries of any kind; also to import the products of its activities, among others, machinery and raw material for the preparation of chemical products of any nature, also, it may also carry out any other activity of lawful commerce related with the previously mentioned branch,

therefore, the company shall have the widest activity of its objective, being able to carry out every necessary and convenient act, contract, operations and negotiations for the performance of the same, being only limited by the pertinent legal provisions. ARTICLE FIFTH: The Capital Stock of the Corporation shall be the amount of **ONE HUNDRED THOUSAND VENEZUELAN BOLIVARS (VBE 100,000.00)**, divided in **ONE THOUSAND (1000)** shares with a face value of **ONE HUNDRED VENEZUELAN BOLIVARS (VBE 100.00)** each one, fully subscribed and paid as follows: **JUAN JOSE NAVARRO RODRIGUEZ**, subscribes and pays **TWO HUNDRED AND FIFTY (250)** shares, with a face value of **ONE HUNDRED VENEZUELAN BOLIVARS (VBE 100.00)** each one, for a total amount of **TWENTY-FIVE THOUSAND VENEZUELAN BOLIVARS (VBE 25,000.00)**, **XIOMARA JOSEFINA RAMOS DE NAVARRO** subscribes and pays **TWO HUNDRED AND FIFTY (250)** shares, with a face value of **ONE HUNDRED VENEZUELAN BOLIVARS (VBE 100.00)** each one, for a total amount of **TWENTY-FIVE THOUSAND VENEZUELAN BOLIVARS (VBE 25,000.00)**, **MICHAEL JOEL NAVARRO RAMOS** the amount of **TWO HUNDRED AND FIFTY (250)** shares, with a face value of **ONE HUNDRED VENEZUELAN BOLIVARS (VBE 100.00)** each one, for a total amount of **TWENTY-FIVE THOUSAND VENEZUELAN BOLIVARS (VBE 25,000.00)** and **MARIA LEONOR BOULSTON JUMENEZ** the amount of **TWO HUNDRED AND FIFTY (250)** shares, with a face value of **ONE HUNDRED VENEZUELAN BOLIVARS (VBE 100.00)** each

one, for a total amount of **TWENTY-FIVE THOUSAND VENEZUELAN BOLIVARS (VBE 25,000.00)**; **ARTICLE THIRTEENTH:**

The direction and administration of the corporation shall be in charge of a Board of Directors comprised by four (4) members who may or not be shareholder, they shall remain Ten (10) years in the exercise of their duties, and they may be reelected. The members of the Board of Directors shall be comprised by a President, a Vice-president, a General Manager and a Secretary;

ARTICLE SIXTEENTH: The President, the Vice-president, the General Manager and the Secretary shall be appointed by the General Stockholders Meeting; **ARTICLE EIGHTEENTH:**

The President, the Vice-president, the General Manager and the Secretary of the Board of Directors shall have, jointly or separately, the widest powers of administration and disposal of each and every assets of the corporation; **ARTICLE TWENTIETH:** The President, the

Vice-president, the General Manager and the Secretary of the corporation shall be the legal representatives and the executive bodies of the Board of Directors and shall enforce its agreements and decisions; **ARTICLE TWENTY-**

FIRST: The President, the Vice-president, the General Manager and the Secretary shall have the power of **DISPOSAL OF and ADMINISTRATION** of the assets of the company, thus, they may exercise **INDIVIDUALLY** the following functions: A) to represent the company both judicially and extra-judicially; they may constitute and

appoint judicial leaders for an adequate representation of the corporation; b) to prepare and submit the annual report to the General stockholders Meeting, about the Balance, statement of Profit and Losses and order the payment of dividends agreed in the meeting; C) to open, close, mobilize banking accounts on behalf of the corporation, collect checks, endorse them, accept letters of exchange to make them effective on behalf the corporation; D) to sign all type of documents and protocols; E) to call for Stockholders Meetings, to set the topics to be discussed and enforce its decisions; F) to establish the administration expenses and to plan the businesses of the corporation; G) to represent the company in all businesses and contracts with third parties regarding the object of the same; H) to lease the assets of the company; I) to request any credit required by the company before banking entities or before any other competent entity; J) to appoint and remove the personnel of the company and to set their remunerations; and finally, to perform all what is considered convenient for the best defense of the rights and interests of the company; ARTICLE TWENTY-SIXTH: The following persons have been appointed for the Board Directors: **PRESIDENT** the shareholder **JUAN JOSE NAVARRO RODRIGUEZ**, as **VICE-PRESIDENT** the shareholder **XIOMARA JOSEFINA RAMOS DE NAVARRO**, as **GENERAL MANAGER** shareholder **MICHAEL JOEL NAVARRO RAMOS** and as **SECRETARY**

shareholder **MARIA LEONOR BOULTON JIMENEZ**, all fully identified; having been discussed the totality of the items of the Agenda and with nothing further to discuss the Meeting was adjourned, after the signature of this Minutes by all the attending shareholders in agreement with its contents, the Meeting authorizes Citizen Mr. **NELSON ALEJANDRO ARGUELLO**, Venezuelan, of legal age, marital condition Unmarried, holder of the Identity Card N° **V-12,596,037** to comply with all endeavors of participation, registry and publication of the Minute originated hereto, pursuant to the Law. With nothing further to discuss, the Meeting concluded, the Minutes was read and signed by all attendants in agreement with its contents. **JUAN JOSE NAVARRO RODRIGUEZ**, (Signed) **XIOMARA JOSEFINA RAMOS DE NAVARRO**, (Signed) **MICHAEL JOEL NAVARRO RAMOS** (Signed) and **MARIA LEONOR BOULTON JIMENEZ** (Signed). I, **JUAN JOSE NAVARRO RODRIGUEZ** already identified, acting in this proceeding in my capacity of **PRESIDENT** of **INSUMOS INDUSTRIALES DESALINKA C.A.** herein do certify that the preceding transcription is a true and accurate copy of its original entered in the Book of Minutes of Stockholders Meetings.

[Next, there appear four illegible signatures.]

BOLIVARIAN REPUBLIC OF VENEZUELA
MINISTRY OF THE PEOPLE'S POWER FOR INTERIOR
RELATIONSHIPS AND JUSTICE

AUTONOMOUS SERVICE OF RM N° 283
REGISTRIES AND NOTARIES 201st and 152nd
FIRST MERCANTILE REGISTRY OF
THE STATE OF ARAGUA

Township of Girardot, April 20th 2016

As received on this same date comprised by **eleven (11)**
useful pages. Add the request to the docket of the
Corporation. Issue a certified copy with insertion of
this Writ. Registry duties paid pursuant to Voucher
Number **28300179231**.

The undersigned herein certifies that the preceding
Certified Photostatic Copy is a true and accurate copy
of the documents entered to docket number **283-2716**,
which have been paid pursuant to form RM N° **283-**
2016.2.217.

(Illegible signature)

First Mercantile Registrar

Attorney at Law RAFAEL VICENTE VIVAS QUILELLI

THIS PAGE BELONGS TO:

INSUMOS INDUSTRIALES DESALINKA C.A.

Docket N°: **283-2716**


[Besides the Registrar's signature there appears a
round ink stamp with the Venezuelan coat of arms at the
center and all around the following wording: "Bolivarian
Republic of Venezuela. 283. FIRST MERCANTILE REGISTRY of
the Judicial Circuit of the State of Aragua."]

I, Yanelle Barinas, certify that I am able to translate from Spanish to English and from English to Spanish, and that this is an accurate translation of the attached document of INSUMOS INDUSTRIALES DESALINKA C.A.


Yanelle Barinas

State of Florida
County of Dade

Sworn to and subscribed before me this ___ day of June 14, 2016 by the translator Yanelle Barinas.


Notary Public

Produced ID: ___ Personally Known to Me: ☒
ID:

