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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

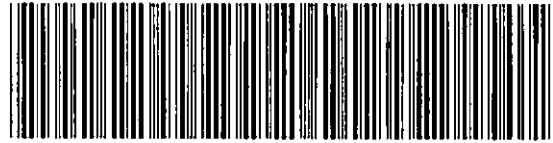
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

2022 MAY -3 PM 4:36

RECEIVED

STATE  
TALLAHASSEE, FL

2022 MAY -3 AM 9:49

FILED



**AFFIDAVIT TO THE FLORIDA SECRETARY OF STATE  
TO FILE OR QUALIFY**

**FILED**

GRN ENERGY BUSINESS TRUST

2027 MAY -3 AM 9:49

A FLORIDA TRUST

SECRETARY OF STATE  
TALLAHASSEE, FL

In accordance with Section 609.02 of the Florida Statutes, pertaining to  
Common Law Declarations of Trust, the undersigned, the Chairman of the  
Board of Trustees of GRN ENERGY BUSINESS TRUST, a

FLORIDA Trust hereby affirms in order to file or qualify

GRN ENERGY BUSINESS TRUST in the State of Florida.

(Name of Trust)

1. Two or more persons are named in the Trust.
2. The principal address is 2525 PONCE DE LEON BLVD, SUITE 300,  
CORAL GABLES, FL 33134
3. The registered agent and street address in the State of Florida is:  
EDGAR GABRIEL SEGOVIA GARCIA Phone Number: (786) 212-7092  
Address: 2525 Ponce de Leon Blvd, STE 300, Coral Gables, FL 33134
4. Acceptance by the registered agent: Having been named as registered  
agent to accept service of process for the above named Declaration of Trust  
at the place designated in this affidavit, I hereby accept the appointment as  
registered agent and agree to act in this capacity.

(Signature of Registered Agent)

5. I certify that the attached is a true and correct copy of the Declaration of  
Trust under which the association proposes to conduct its business in  
Florida.

EDGAR GABRIEL SEGOVIA GARCIA

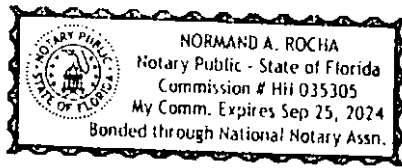
Name:  
Chairman of the Board of Trustees

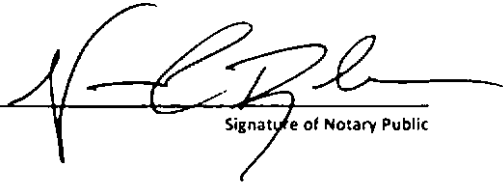
NOTARY

Filing Fee: \$350.00  
Certified Copy: \$ 8.75 (optional)

STATE OF FLORIDA            )  
  : SS  
COUNTY OF MIAMI-DADE    )

The foregoing instrument was acknowledged before me by means of  physical presence  online notarization this 22<sup>nd</sup> day of MARCH, 2022 by EDGAR GABRIEL SEGOVIA GARCIA who presented a valid Mexico Passport as identification.



  
Signature of Notary Public  
NORMAND A. ROCHA  
Notary Name Printed

**FILED**  
2022 MAY -3 AM 9:49  
MIAMI-DADE COUNTY  
FLORIDA

GRN ENERGY BUSINESS TRUST, referred to as TRUSTEE, herewith establish and declare the following trust:

Trustee declares that all property, income and profit now held or acquired after the effective date of this agreement shall be controlled by the designated trustees for the benefit of such person (s) as may from time to time be owners of certificates of shares having beneficial interests in this trust estate, in a way which is set forth in this instrument and any amendments to this instrument.

The property that will be subject to the terms of this agreement consist of the capital contributions and the net profits of the business endeavors that this business trust will undertake from time to time.

**TYPE OF TRUST.** It is hereby declaring this trust shall be a BUSINESS TRUST and not be known otherwise.

**NAME AND LOCATION.** The adopted business name of the trust shall be GRN ENERGY BUSINESS TRUST, and in this name, they make and execute contracts and all types and kinds of instruments, conduct business, acquire and convey real and personal property, and sue and be sued.

The principal office of the trust shall be 2525 Ponce de Leon Boulevard, Suite 300, Coral Gables, Florida 33134, unless and until it is changed by the trustees.

The trustees may establish branch offices or places of business they determine to be in the best interest of the trust.

**CAPITAL STOCK AND SHARES.** The trust shall have the authority to accept up to US \$10,000,000.00 (TEN MILLION US DOLLARS) in individual capital contributions and the Trustees may sell or exchange shares for such sums or considerations, and on such terms as they deem appropriate for the trust.

The shares shall be personal property and shall entitle owners of such shares to participate in all dividends and other distributions of income or principal in the proportion of the number of shares they hold to the number of shares issued and outstanding.

Any trustee may acquire, hold or dispose of shares in the trust in the same way if he or she were not a trustee and without affecting in any way their power or status.

**TRANSFER OF SHARES.** All shares of the trust shall be in writing and transferable by an appropriate instrument only.

The person whose name appears as the owner of such shares in the books of the trust, shall be deemed absolute owner of such shares and until the existing certificate of shares is surrendered and transfer is recorded, the trustees shall not be affected by any notice.

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GRN ENERGY BUSINESS TRUST / P. 2 OF 5

Any person acquiring stock through the result of bankruptcy or death shall receive a new certificate for the share(s) and be recorded in the books of the trust. Until evidence is produced and the existing certificate produced to the Trustees, the Trustees shall not be affected by any other notice of the change of title.

In the event of death of one of the shareholders, the shareholder's heirs, legatees, or legal representatives of the decedent shall succeed in his or her rights.

**LOSS OR DESTRUCTION OF CERTIFICATE.** A new certificate may be issue in place of an old one upon provision of a surety bond or upon such other terms and conditions as are proper and necessary.

**INSPECTION OF STOCK RECORDS.** The stock books shall be open for inspection by any shareholder or their representative or agent at all reasonable times.

**DIVIDENDS.** Trustees may distribute net earnings received by them in their own discretion and when they deem it to be proper and advisable.

**RIGHTS OF SHAREHOLDERS.** The rights of shareholders and transferees and other persons becoming entitled to heirs of the trust shall be subject to all the terms and conditions of this declaration of trust.

No shareholder shall have the right to manage or control the property, affairs, or business of the trust, or any power to control trustees in these respects or the right to an accounting or partition of the trust property during the duration of the trust.

**LIABILITIES OF SHAREHOLDERS.** Shareholders shall not be liable for any assessment, and Trustees shall have no power to bind the shareholders personally.

No amendment shall be made to this declaration increasing the liability of the shareholder without the written consent of all the shareholders.

Every document and correspondence executed by the trustees shall have in writing a stipulation which holds the shareholders not liable for any debt, demand, or liability incurred in connection with the document; however, failure of the stipulation to appear does not render any shareholder personally liable.

**SHAREHOLDERS MEETINGS AND ELECTIONS.** Shareholders shall meet annually on the anniversary date of the declaration of this trust, or if said day is a legal holiday, on the next business day thereafter, at the principal office of the trust, or such other place as the Trustees may establish.

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GRN ENERGY BUSINESS TRUST / P. 3 OF 5

The Trustees may call special meetings of the shareholders at any time. Trustees are responsible for notifying all the shareholders of any special meeting and its nature of business and the meeting shall pertain only to the business specified in the notice of special meeting.

Notice shall be deemed properly delivered if mailed or delivered to the shareholder's address as recorded in the books of the trust.

The President named by the Trustees shall preside at all the meetings. The shareholders shall be entitled to one vote per share and may vote by proxy. Thirty-three percent (33%) of all outstanding shares shall constitute a quorum.

**NUMBER, ELECTION AND TENURE OF TRUSTEES.** There shall be two (2) Trustees. The term of any Trustee and their successors shall be for a term of one year, or until their successors are elected.

The death, resignation, incapacity, or removal of any Trustee shall not terminate this trust.

Any vacancy shall be filled by the remaining trustees until the end of the term. New Trustees shall be elected yearly by the shareholders at the annual meeting.

A Trustee may be removed by a majority vote of the other Trustees when they deem it is necessary and appropriate to do so. Written notification of any such vote shall be given to each Trustee at least fifteen (15) days prior to the meeting, but no such notice is necessary for regular meetings of Trustees.

**MEETINGS OF THE TRUSTEES.** Meetings for the Trustees shall be held at regular intervals to be established by the Trustees. After the election of Trustees provided for herein the Trustees shall hold an initial meeting at which time, they shall establish the time for meetings. Most of the Trustees shall constitute a quorum, and an absent Trustee's vote shall not be necessary to carry out any matter voted on at a meeting which holds a quorum.

**WRITTEN REPORTS BY TRUSTEES.** A written report shall be prepared annually showing operations during the preceding fiscal year, receipts, disbursements, and earning, and the assets and conditions of the trust estate.

**OFFICERS AND AGENTS.** Trustees shall appoint from among their number a President, Treasurer, and Secretary and shall perform such duties which are characteristic with that position. The terms and conditions of the positions shall be set forth by the Trustees. The removal of a Trustee from any such a position shall not affect his or her status as a Trustee unless voted on otherwise.

**COMPENSATION OF TRUSTEES.** Trustees shall be compensated as they deem reasonable and proper. They shall fix the compensation, if any, of all officers and agents appointed by them.

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GRN ENERGY BUSINESS TRUST / P.4 OF 5

**GENERAL FUNCTIONS AND POWERS OF THE TRUSTEES.** Trustees hold legal title, as if they were absolute owners, to all the property at any time belonging to the trust and have absolute control of such property subject to the limitation of this trust. Trustees also have the right to acquire property for the trust as they see proper and necessary to benefit the trust.

Trustees may sue and be sued and prosecute and defend any and all actions affecting the trust or its business or property, either in the name of the trust or their own names.

Trustees may adopt and enforce such bylaws or rules and regulations, not consistent with the provisions of this instrument should they deem to be expedient.

**APPLICATION OF TRUST FUNDS.** Any action carried out by a Trustee with authority from Trustees, officers, or agents shall be deemed to be within the purposes of this trust and within the powers of the Trustees.

**LIABILITY OF TRUSTEES.** A Trustee shall only be responsible for their own actions and not that of the Trustees but shall not be liable for any negligence or error of judgement, or for any act or omission, except for his or her own willful breach of trust.

A Trustee shall not be required to give any bond or surety to secure the performance of the trust.

Every act or thing done or omitted by a Trustee shall be in the interest of the trust and not for his or her own interest.

A Trustee shall not be personally liable for an act or duty carried out on behalf of the trust and a stipulation to this effect may be inserted into any document. Any claim against a Trustee who acted in the interest of the trust shall be against the property of the trust and not the Trustee personally. A Trustee is indemnified by and reimbursed from any personal liability, loss, or damage incurred or suffered while performing any act or duty authorized or permitted by the declaration of trust or any amendment to this declaration; but such indemnity shall be limited to the trust estate.

**AMENDMENTS.** This document may be amended, except regarding the liability of the shareholders, with the consent of the owners of at least sixty-six (66) percent of the shares. All shareholders must be notified of any meeting which holds such a matter.

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GRN ENERGY BUSINESS TRUST / P.5 OF 5

On the termination of this trust by any cause, trustees shall liquidate the trust estate, wind up the affairs of the trust, and dispose of its property and assets at public or private sales, and, after discharging all legal obligations of the trust, shall distribute the proceeds among the shareholders in proportion to their interest.

Dated this 22<sup>th</sup> day of March 2022




GRN ENERGY BUSINESS TRUST



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EDGAR GABRIEL SEGOVIA GARCÍA  
TRUSTEE

THE VIERA TRUST FLORIDA TRUST

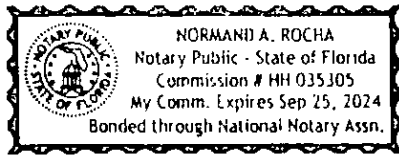


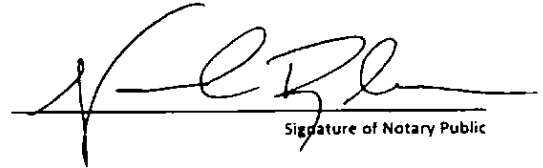
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ANTONIO ADOLFO BECHILY CARREÑO  
TRUSTEE

STATE OF FLORIDA            )  
  : SS  
COUNTY OF MIAMI-DADE    )

The foregoing instrument was acknowledged before me by means of  physical presence  online notarization this 22<sup>nd</sup> day of MARCH, 2022 by EDGAR GABRIEL SEGOVIA GARCIA who presented a valid Mexico Passport as identification.



  
Signature of Notary Public

NORMAND A. ROCHA  
Notary Name Printed