

F08000003568

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Document Number)

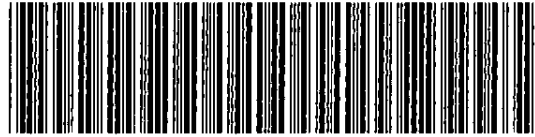
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

~~008-37520~~

Office Use Only

8/14



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08/08/08--01033--003 **87.50

FILED

2808 AUG 14 PM 3:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 8, 2008

JUAN CARLOS FERNANDEZ
CA CLASSICARS GROUP, INC.
2893 EXECUTIVE PARK DRIVE SUITE 302
WESTON, FL 33331

SUBJECT: AUTOMOTORES GUATIRE CA
Ref. Number: W08000037520

We have received your document for AUTOMOTORES GUATIRE CA and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

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

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Regulatory Specialist II

Letter Number: 908A00045261

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: AUTOMOTORES GUATIRE CA

(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," 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:

JUAN CARLOS FERNANDEZ

(Name of Person)

CA Classicars Group, Inc.

(Firm/Company)

2893 Executive Park Drive Suite 302

(Address)

Weston, Florida 33331

(City/State and Zip code)

For further information concerning this matter, please call:

Juan Carlos Fernandez at (954) 479-8902

(Name of Person)

(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 8, 2008

JUAN CARLOS FERNANDEZ
CA CLASSICARS GROUP, INC.
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WESTON, FL 33331

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Loria Poole
Regulatory Specialist II

Letter Number: 908A00045261

RECEIVED
08 AUG 14 AM 8:00
DIVISION OF CORPORATIONS

**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. Automotores Guatire CA, 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. Venezuela

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

3. Not Applicable

(FEI number, if applicable)

4. 04/28/1978

(Date of incorporation)

5. Perpetual

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

6. Not Applicable

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. Avenida Bermudez Local Automotores Guatire Edo. Miranda Venezuela

(Principal office address)

2893 Executive Park Drive, Weston, FL 33331

(Current mailing address)

8. Export of Automobile, parts, accessories, etc.

(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: Juan Carlos Fernandez

Office Address: 2893 Executive Park Dr Ste 302

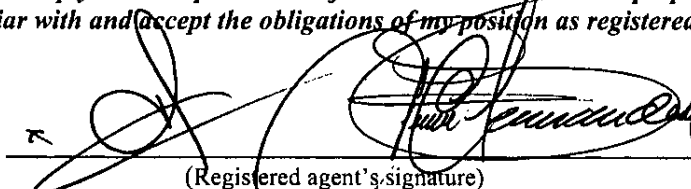
Weston, Florida 33331

(City)

(Zip code)

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.


(Registered agent's signature)

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.

FILED
2809 AUG 14 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Juan Carlos Fernandez

Address: 2893 Executive Park Drive Suite 302
Weston, Florida 33331

Vice Chairman: Alejandro Fernandez

Address: Ave. Bermudez Local Automotores Guatire, Guatire
Edo. Miranda, Venezuela

Director: Luis Enrique Fernandez

Address: Ave. Bermudez Local Automotores Guatire, Guatire
Edo. Miranda, Venezuela

Director: _____

Address: _____

B. OFFICERS

President: Juan Carlos Fernandez

Address: 2893 Executive Park Drive Suite 302
Weston, Florida 33331

Vice President: Alejandro Fernandez

Address: Ave. Bermudez Local Automotores Guatire, Guatire
Edo. Miranda, Venezuela

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____

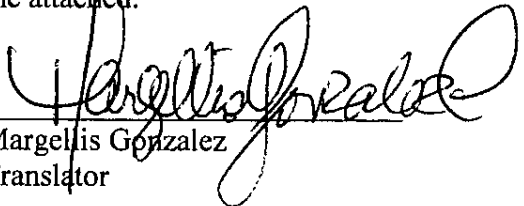
(Signature of Director or Officer listed in number 12 of the application)

14. Juan Carlos Fernandez

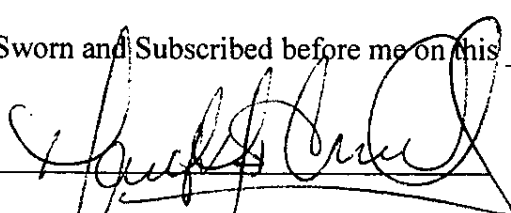
(Typed or printed name and capacity of person signing application)

CERTIFICATE OF ACCURACY
COUNTY BROWARD
STATE OF FLORIDA

Before me, a Notary Public in and for the State of Florida at Large, personally appeared Margellis Gonzalez, who is personally known to me and who after being duly sworn, deposes and says that she is fully versed in the Spanish and English languages, and that this is a true and correct translation of the attached document, and that this is the last of the attached.


Margellis Gonzalez
Translator

Sworn and Subscribed before me on this 7th day of August of 2008.


Notary Public

My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA
 **Maritza M. Corona**
Commission # 0042017
Expires MAY 6, 2009
Bonded Thru Atlantic Bonding Co., Inc.



**BOLIVARIAN REPUBLIC OF VENEZUELA
DEPARTMENT OF POPULAR POWER FOR INTERIOR
RELATIONS AND JUSTICE
SECOND MERCANTILE REGISTRY**

**OF THE JUDICIAL CIRCUMSCRIPTION OF
THE DISTRICT CAPITAL AND THE BOLIVARIAN STATE OF
MIRANDA**

Dr., Ricardo Ramírez, SECOND MERCANTILE REGISTRAR

THE JUDICIAL CIRCUMSCRIPTION OF THE DISTRICT CAPITAL
AND THE STATE OF MIRANDA

**(STAMP MERCANTILE REGISTRY)
C E R T I F I E S**

That the entry of the transcript of the Commercial Registry, whose original is registered under Volume: 27-A-Sdo...Number: 44 of the year 2008 as well as the Participation, Note and Document that are copied are the exact copy from its original, and have the following contents:

(STAMP)

THIS FILE BELONGS TO:
AUTOMOTORES GUATIRE C.A.
1/MP

(STAMPS)
(SEAL)

Citizen

SECOND MERCANTILE REGISTRAR OF THE JUDICIAL CIRCUMSCRIPTION OF
THE CAPITAL DISTRICT AND THE STATE OF MIRANDA

Its Office.-

I, DOUGLAS GUERRA CARDONA, Venezuelan, of legal age, Single, Holder of the Identification Number: V-6,454,834, and with domicile in the city of Guatire, State of Miranda, acting in this proceeding and authorized accordingly in the EXTRAORDINARY Assembly Act of the Company "**AUTOMOTORES GUATIRE C.A.**" Mercantile Society, properly registered in this office under the No. 23, Volume 62-A-Sgdo, on April 28 of 1978. Before you, with all due respect I want to expose the following: I present in this act, with the ends to be added to the respective file, the Extraordinary Assembly Act, celebrated on February 12 of 2008, in which was approved the following point:

SOLE SECTION: Sale of eighty thousand (80,000) shares that are held in the company by the shareholder José Fernández Rodríguez and his resignation as President that he has been fulfilling.

And last, I respectfully request, that once the rigor agreements are done, to order the file and registration of the document presented, as well as the participation in the file of the company and be issued a certified copy of the same, with the insertion of the order with the ends of fulfilling the requirement of the publication of the Law. This is all and likewise I sign in the city of Caracas, on the date of the presentation.

(Signature illegible)



**BOLIVARIAN REPUBLIC OF VENEZUELA
DEPARTMENT OF POPULAR POWER FOR INTERIOR
RELATIONS AND JUSTICE
SECOND MERCANTILE REGISTRY**

**OF THE JUDICIAL CIRCUMSCRIPTION OF
THE DISTRICT CAPITAL AND THE BOLIVARIAN STATE OF
MIRANDA**

Caracas, March Eleventh (11) of the year two-thousand and eight (2008) being 9:40 hours. By presenting the before participation by its SIGNER, for the registration in the Mercantile Registry, fixation and publication. In agreement to the Law, and adding to the original file of the Company. A copy of the publication is issued. The previous document written by the Dr. DOUGLAS N. GUERRA C., is registered in the Commercial Registry under the No. 44 - VOLUME - 27-A-SDO. Rights paid in Bolivares Fuertes 151.34, According to the Form RM No. 203561. Bank No. FM02398510, BS. 59.80. The identification is as follows: DOUGLAS GUERRA CARDONA ID NO. V-6454834.

The Second Mercantile Registrar
Signed Dr. Ricardo Ramirez

THIS FILE BELONGS TO:
AUTOMOTORES GUATIRE C.A.
1/MP

(SEAL)
(STAMP)

I, Alejandro José Fernández Sheuat, Venezuelan, of legal age, Single, from this domicile and holder of the Identification Number: V-13,308,288, acting in this proceeding in my position of Vice-President of the company from this domicile, named **“AUTOMOTORES GUATIRE C.A.”**, which is properly registered in the Second Mercantile Registry of the Judicial Circumscription of the Federal District (today Capital) and of the State of Miranda under the No. 23, Volume 62-A-Sgdo, of date April 28 1978.

CERTIFY: That the act that is transcribed, is the exact copy from its original, which is found in the Assembly Acts of the Company and when copied states the following:

**GENERAL EXTRAORDINARY ASSEMBLY ACT OF SHAREHOLDERS OF
“AUTOMOTORES GUATIRE C.A.”**

Today, February 12 of 2008, being two o'clock in the afternoon (2:00 PM) meeting in the Social Headquarters of the Company, represented by the shareholders: José Fernández Rodríguez, Venezuelan, of legal age, Married, Merchant, from this domicile and holder of the Identification Number: 2,067,205 with a participation of eighty thousand (80,000) shares; Juan Carlos Fernández Sheuat, Venezuelan, of legal age, Single, Merchant, from this domicile and holder of the Identification Number: 6,815,293 with a participation of sixty thousand (60,000) shares; Luis Enrique Fernández Sheuat, Venezuelan, of legal age, Married, Merchant, from this domicile and holder of the Identification Number: 6,915,504 with a participation of twenty thousand (20,000) shares; Alejandro José Fernández Sheuat, before identified, with a participation of twenty thousand (20,000) shares; and Cassandra Elisa Fernández Rodríguez, Venezuelan, of legal age, Single, from this domicile and holder of the Identification Number: 13,338,365 with a participation of twenty thousand (20,000) shares; Also as special guests were the sirs: José Francisco Fernández Sheuat, Venezuelan, of legal age, Single, from this domicile and holder of the Identification Number: 5,310,884; and Belkis Eglet Rodríguez Gonzalez, Venezuelan, of legal age, Single, from this domicile and holder of the Identification Number: 3,812,480. Equally was present Misses Guibete Maria Sheuat de Fernández, Venezuelan, of legal age, Married, from this domicile and holder of the Identification Number: 2,977,305 acting as the spouse of the shareholder José Fernández Rodríguez. Verified the

representation in the Assembly of the totality of the Social Capital, with the previous contents of the Constitutive-Statutory Document, in agreement with the article 273 of the Commercial Code, it was legally declared the General Extraordinary Assembly. Therefore in the meeting all the shareholders are present who represent the totality of the Social Capital. José Fernández Rodríguez is the head of the Assembly in his position of the President of the Company, and immediately gave into consideration of the shareholders the following Order:

SOLE SECTION: Sale of eighty thousand (80,000) shares that are held in the company by the shareholder José Fernández Rodríguez and his resignation as President that he has been fulfilling.

Position in consideration, the only sole section of the Order, the shareholder José Fernández Rodríguez and expresses to the Assembly the wish of selling eight thousand (80,000) shares that are held by the company, with its nominal value of Eighty Thousand Bolivares (Bs. 80,000.00), in this moment the shareholder Juan Carlos Fernández Sheuat, manifests that he doesn't wish to purchase said shares. After, the shareholder Luis Enrique Fernández Sheuat, declares that he is not interested in purchasing any of the shares; Likewise the shareholder Cassandra Elisa Fernández Rodríguez, declares that she is not interested either. The shareholder Alejandro José Fernández Sheuat using his preference right, declares that he is interested in acquiring only thirty thousand (30,000) shares offered by the shareholder José Fernández Rodríguez, for its nominal value, the proposition is accepted by the seller, who declares that is going to receive the value of the shares in money of legal course at his entire satisfaction. In this moment the special guest José Francisco Fernández Sheuat intervenes to expose that he wishes to acquire twenty thousand (20,000) shares offered by the shareholder José Fernández Rodríguez, for its nominal value, proposition that is accepted by the seller, who declares that is going to receive the value of the shares in money of legal course at his entire satisfaction; On the following act intervenes the special guest Belkis Eglet Rodríguez Gonzalez, to expose that she wishes to acquire the rest of the thirty thousand (30,000) shares offered by the shareholder José Fernández Rodríguez, for its nominal value, proposition that is accepted by the seller, who declares that is going to receive the value of the shares in money of legal course at his entire satisfaction; This shares meeting was formalized in the Book of

Shareholders, carried by the Company, being present Misses Guibete Maria Sheuat de Fernández, before identified, in her position as spouse of José Fernández Rodríguez and in agreement with what is disposed in Article 168 of the current Civil Code, which manifests the acceptance of the sale of the shares made by her husband, signing this act in agreement. Again, Mr. José Fernández Rodríguez intervenes, to explain that because of the sales of the shares, gives in disposition of the Assembly the position of President of the Company; The Director Luis Enrique Fernández Sheuat, proposes to the Assembly, for the position to be reassigned as follows: President: Juan Carlos Fernández Sheuat; Vice-President: Alejandro José Fernández Sheuat; Directors: Luis Enrique Fernández Sheuat and Cassandra Elisa Fernández Rodríguez, approved by unanimity, it is proceed to modify the Fifth Clause of the By-Laws, which from now on will read as follows:

FIFTH: The capital of the company will be the amount of TWO HUNDRED THOUSAND BOLIVARES (Bs. 200,000.00), represented in two hundred thousand (200,000) shares of ONE BOLIVAR (Bs. 1.00) each one. This capital is paid in its totality in the following matter: Juan Carlos Fernández Sheuat has paid sixty thousand (60,000) shares for a total value of SIXTY THOUSAND BOLIVARES (Bs. 60,000.00); Luis Enrique Fernández Sheuat has paid twenty thousand (20,000) shares for a total value of TWENTY THOUSAND BOLIVARES (Bs. 20,000.00); Alejandro José Fernández Sheuat has paid fifty thousand (50,000) shares for a total value of FIFTY THOUSAND BOLIVARES (Bs. 50,000.00); Cassandra Elisa Fernández Rodríguez has paid twenty thousand (20,000) shares for a total value of TWENTY-THOUSAND BOLIVARES (Bs. 20,000.00); José Francisco Fernández Sheuat, has paid twenty thousand (20,000) shares for a total value of TWENTY-THOUSAND BOLIVARES (Bs. 20,000.00) and Belkis Eglet Rodríguez Gonzalez has paid thirty thousand (30,000) shares for a total value of THIRTY-THOUSAND BOLIVARES (Bs. 30,000.00). Without further ado, the session is suspended, but before considering specially Douglas Guerra Cardona, Venezuelan, of legal age, Married, Lawyer, from this domicile and with Identification Number: 6,454,834, for making the participation and registration of this act before the Mercantile Registry, and once read and signed it will be approved by all in agreement.

(Signatures Illegible)

José Fernández Rodríguez – Juan Carlos Fernández Sheuat – Alejandro José Fernández Sheuat – Luis Enrique Fernández Sheuat – Belkis Eglet Rodríguez González – Guibete María Sheuat de Fernández – Casandra Elisa Fernández Rodríguez – José Francisco Fernández Sheuat. In Caracas, on the date of the presentation.

(Signature illegible)

Alejandro José Fernández Sheuat

13, 308,288

(STAMP)

SECOND MERCANTILE REGISTRY

CARACAS, MARCH (03) ELEVENTH (11) OF THE YEAR TWO THOUSAND AND
EIGHT (2008)

(SIGNATURE ILLEGIBLE) DOUGLAS GUERRA CARDONA, Dr. Ricardo
Ramirez.

THIS CERTIFIED COPY IS ISSUED ACCORDING TO THE FORM NO. 203561
1/MP

(SIGNATURE ILLEGIBLE)

Dr. Ricardo Ramirez

SECOND MERCANTILE REGISTRAR

(STAMP)



REPUBLICA BOLIVARIANA DE VENEZUELA
MINISTERIO DEL PODER POPULAR PARA
RELACIONES INTERIORES Y JUSTICIA
REGISTRO MERCANTIL SEGUNDO

DE LA CIRCUNSCRIPCION JUDICIAL DEL
DISTRITO CAPITAL Y DEL ESTADO BOLIVARIANO DE MIRANDA:

Dr. Ricardo Ramírez, REGISTRADOR MERCANTIL SEGUNDO

LA CIRCUNSCRIPCION JUDICIAL DEL DISTRITO CAPITAL Y ESTADO MIRANDA.



C E R T I F I C A

Que el asiento de Registro de Comercio transcrito a continuación, cuyo original

está inscrito en el Tomo: 27-A-Sdo... Número: 44 del año 2008

así como La Participación, Nota Y Documento que se copian de seguida

son traslado fiel de sus originales, los cuales son del tenor siguiente

ESTE FOLIO PERTENECE A:
AUTOMOTORES QUATIRE C.A.
1/MP



Douglas N. Guerra C.
Inpreabogado N° 104.892

21 FEB. 2008

26 FEB. 2008

Radicación
Teléfono: 2810365

Folios 4
Caras 4
Anexos
Monto Reg. 51.34
Plazo Reg. 51.34
Timbre F. 16.156

7402 298510

Ciudadano

REGISTRADOR MERCANTIL SEGUNDO DE LA CIRCUNSCRIPCIÓN
JUDICIAL DEL DISTRITO CAPITAL Y ESTADO MIRANDA

Su Despacho.-

Yo, DOUGLAS GUERRA CARDONA, venezolano, mayor de edad, soltero, titular de la Cédula de Identidad No. V-6.454.834, y domiciliado en la ciudad de Guatire, Estado Miranda, actuando en este acto debidamente autorizado en el Acta de Asamblea EXTRAORDINARIA de la Compañía "AUTOMOTORES GUATIRE, C.A" Sociedad Mercantil debidamente inscrita por ante este Despacho bajo el No. 23, Tomo 62-A Sgdo., en fecha 28 de Abril de 1978. Ante usted, ocurro con el debido respeto a fin de exponer lo siguiente: Presento en este acto, a los fines de que sea agregado al expediente respectivo, Acta de Asamblea Extraordinaria celebrada el día 12 de febrero del 2008, en la cual se trato y aprobó el siguiente punto:

UNICO: Venta de ochenta mil (80.000) acciones que posee en la compañía el accionista José Fernández Rodríguez y su renuncia al cargo de Presidente que venia desempeñando.

Por último, solicito muy respetuosamente Ciudadano Registrador, que una vez hechas las comprobaciones de rigor, ordene el archivo e inscripción del documento presentado, así como de la presente participación en el expediente de la compañía y me sea expedida una (01) copia certificada de la misma, con la inserción del auto que la provea a los fines de dar cumplimiento al requisito de publicación de Ley. Es todo y así lo firmo en esta ciudad de Caracas, a la fecha de su presentación.

21-2-08

RECIBIÓ

☒	SOLV. IMP.
☐	C.B.
☐	C.T.A.S.
☐	INV.
☐	SIEX
☐	OTROS



REPUBLICA BOLIVARIANA DE VENEZUELA
MINISTERIO DEL PODER POPULAR PARA
RELACIONES INTERIORES Y JUSTICIA
REGISTRO MERCANTIL SEGUNDO

DE LA CIRCUNSCRIPCION JUDICIAL DEL

DISTRITO CAPITAL Y DEL ESTADO BOLIVARIANO DE MIRANDA

Caracas, ... *12 de Mayo* ... de ... *1963* ... del Año dos mil
ocho (2.008) ... y ... Siendo las ... horas. Por presentada
la anterior participación por su FIRMANTE, para su inscripción en el
Registro Mercantil, fijación y publicación. Hágase de conformidad a la
Ley, y agreguese original al expediente de la Compañía junto con los
recaudos acompañados. Expídase la copia de publicación. El anterior
documento redactado por Dr. DOUGLAS N. GUERRA C., se inscribe en el
Registro de Comercio bajo el N.º -44- TOMO -27-A- SDO. Derechos pagados
Bolívares fuertes 151.34 Según Planilla RM N.º 203561, Banco N.º FM02398510
B.º. 59.80. La identificación se efectuó así: DOUGLAS GUERRA CARDONA,

El Registrador Mercantil Segundo

Fdo. Dr. Ricardo Ramírez

ESTA PAGINA PERTENECE A:

AUTOMOTORES GUATIRE C.A.

MOD/ 1/MP

Douglas N. Guerra C.
Inpresabogado N° 104.992



Yo Alejandro José Fernández Sheuat, venezolano, mayor de edad, soltero, de este domicilio y titular de la Cédula de Identidad No. V-13.308.288, actuando en este acto en mi carácter de Vicepresidente de la Compañía de este domicilio, denominada "AUTOMOTORES GUATIRE, C.A", la cual se encuentra debidamente inscrita en el Registro Mercantil Segundo de la Circunscripción Judicial del Distrito Federal (hoy Capital) y del Estado Miranda bajo el No. 23, Tomo 62-A Sgdo., en fecha 28 de Abril de 1978. CERTIFICO: Que el acta que a continuación se transcribe, es traslado fiel y exacto de su original, el cual corre inserto en el Libro de Actas de Asambleas que lleva la Compañía y que copiado textualmente dice así:

ACTA DE ASAMBLEA GENERAL EXTRAORDINARIA DE ACCIONISTAS DE "AUTOMOTORES GUATIRE, C.A"

En el día de hoy 12 de febrero del 2008, siendo las dos de la tarde (2:00 pm) reunidos en la Sede Social de la Empresa, representada por los señores accionistas: José Fernández Rodríguez, venezolano, mayor de edad, casado, comerciante, de este domicilio y titular de la Cédula de Identidad No. 2.067.205, con una participación de ochenta mil (80.000) acciones; Juan Carlos Fernández Sheuat, venezolano, mayor de edad, soltero, comerciante, de este domicilio y titular de la Cédula de Identidad No. 6.815.293 con una participación de sesenta mil (60.000) acciones; Luis Enrique Fernández Sheuat, venezolano, mayor de edad, casado, de este domicilio y titular de la Cédula de Identidad No. V-6.915.504, con una participación de veinte mil (20.000) acciones; Alejandro José Fernández Sheuat, antes identificado, con una participación de veinte mil (20.000) acciones; y Cassandra Elisa Fernández Rodríguez, venezolana, mayor de edad, soltera, de este domicilio y titular de la Cédula de Identidad No. V-13.338.365, con una participación de veinte mil (20.000) acciones; También se hallaban en calidad de invitados especiales los señores: José Francisco Fernández Sheuat, venezolano, mayor de edad, soltero, de este domicilio y titular de la Cédula de Identidad No. V-5.310.884; y Belkis Eglet Rodríguez González, venezolana, mayor de edad,

Douglas

soltera, de este domicilio y titular de la Cédula de Identidad No. V-3.812.480. Igualmente se encontraba presente la señora Guibete Maria Sheuat de Fernández, venezolana, mayor de edad, casada, de este domicilio y titular de la Cédula de Identidad No. V-2.977.305, actuando en calidad de cónyuge del accionista José Fernández Rodríguez. Verificada la representación en la Asamblea de la totalidad del Capital Social, a tenor de lo previsto en el Documento Constitutivo-Estatutario, en concordancia con el artículo 273 del Código de Comercio, se declara legalmente constituida la Asamblea General Extraordinaria. Por cuanto en la reunión se encuentran presentes todos los Accionistas quienes representan la totalidad del Capital Social, se prescindió de la convocatoria por la prensa. Dirige la Asamblea el Accionista José Fernández Rodríguez, en su carácter de Presidente de la Compañía, y de inmediato sometió a consideración de los presentes el siguiente Orden del día: UNICO: Venta de ochenta mil (80.000) acciones que posee en la compañía el accionista José Fernández Rodríguez y su renuncia al cargo de Presidente que venia desempeñando.

Puesto en consideración el único punto del orden del día, toma la palabra el accionista José Fernández Rodríguez y expresa a la Asamblea su deseo de vender ochenta mil (80.000) acciones que posee en la compañía, a su valor nominal, es decir, ochenta mil Bolívares (Bs. 80.000,00), en este momento, toma la palabra el Accionista Juan Carlos Fernández Sheuat y manifiesta que no desea adquirir dichas acciones. De seguido interviene el accionista Luis Enrique Fernández Sheuat y declara no estar interesado en adquirir ninguna de las acciones ofertadas en este acto; igual declaración hace la accionista Cassandra Elisa Fernández Rodríguez. El accionista Alejandro José Fernández Sheuat haciendo uso de su derecho de preferencia, declara estar interesado solo en adquirir treinta mil (30.000) acciones ofertadas por el Accionista José Fernández Rodríguez, por su valor nominal, proposición que es aceptada por el vendedor, quien declara recibir el valor de las acciones en moneda de curso legal a su entera y cabal satisfacción. En este momento interviene el invitado especial José Francisco Fernández Sheuat para exponer que desea adquirir veinte mil (20.000) acciones ofertadas por el Accionista José Fernández Rodríguez, por su valor nominal, proposición que es aceptada por el vendedor, quien declara recibir el valor de las acciones en

moneda de curso legal a su entera y cabal satisfacción; acto seguido interviene la invitada especial Belkis Eglet Rodríguez González, para exponer que desea adquirir las restantes treinta mil (30.000) acciones ofertadas por el Accionista José Fernández Rodríguez por su valor nominal, proposición que es aceptada por el vendedor, quien declara recibir el valor de las acciones en moneda de curso legal a su entera y cabal satisfacción; Dicha cesión de acciones se formalizó en el correspondiente Libro de Accionistas llevado por la Compañía, estando presentes la señora Guibete María Sheuat de Fernández antes identificada, en su condición de cónyuge de José Fernández Rodríguez y de conformidad con lo dispuesto en el artículo 168 del Código Civil vigente, la cual manifiesta aceptar la venta de las acciones realizadas por su esposo, firmando la presente acta en señal de su conformidad. Interviene nuevamente el señor José Fernández Rodríguez quien explica que en vista de la venta de acciones efectuada, pone a disposición de la asamblea el cargo de Presidente que venía ejerciendo en la compañía; en este estado toma la palabra el Director Luis Enrique Fernández Sheuat, y propone a la Asamblea sean reasignados estos cargos de la siguiente manera: Presidente: Juan Carlos Fernández Sheuat; Vicepresidente: Alejandro José Fernández Sheuat; Directores Luis Enrique Fernández Sheuat y Cassandra Elisa Fernández Rodríguez, resultando aprobado este punto único por unanimidad, se procedió a modificar la cláusula Quinta de los Estatutos Sociales, la cual de ahora en adelante se leerá en la siguiente forma:

QUINTA: El capital de la compañía es la cantidad de DOSCIENTOS MIL BOLÍVARES (Bs. 200.000,00) representado en doscientas mil (200.000) acciones de UN BOLIVAR (Bs. 1,00) cada una. Este capital ha sido suscrito y pagado en su totalidad de la manera siguiente: Juan Carlos Fernández Sheuat ha suscrito y pagado sesenta mil (60.000) acciones por un valor total de SESENTA MIL BOLÍVARES (Bs. 60.000,00); Luis Enrique Fernández Sheuat ha suscrito y pagado veinte mil (20.000) acciones por un valor total de VEINTE MIL BOLÍVARES (Bs. 20.000,00); Alejandro José Fernández Sheuat ha suscrito y pagado cincuenta mil (50.000) acciones por un valor total de CINCUENTA MIL BOLÍVARES (Bs. 50.000,00); Cassandra Elisa Fernández Rodríguez ha suscrito y pagado veinte mil (20.000) acciones por un valor total de VEINTE MIL BOLÍVARES (Bs. 20.000,00); José

Jose

Francisco Fernández Sheuat ha suscrito y pagado veinte mil (20.000) acciones por un valor total de VEINTE MIL BOLIVARES (Bs. 20.000,00) y Belkis Eglét Rodríguez González ha suscrito y pagado treinta mil (30.000) acciones por un valor total de TREINTA MIL BOLIVARES (Bs. 30.000,00) No habiendo mas nada que tratar se suspende la sesión, no sin antes facultar especialmente a Douglas Guerra Cardona, venezolano, mayor de edad, casado, abogado, de este domicilio y titular de la Cédula de Identidad No. V-6.454.834, para realizar la participación e inscripción de la presente acta por ante el Registro Mercantil que una vez leída y firmada es aprobada por todos en señal de su conformidad (Fdo.) José Fernández Rodríguez; (Fdo.) Juan Carlos Fernández Sheuat; (Fdo.) Alejandro José Fernández Sheuat; (Fdo.) Luis Enrique Fernández Sheuat; (Fdo.) Belkis Eglét Rodríguez González; (Fdo.) Guibete María Sheuat de Fernández; (Fdo.) Cassandra Elisa Fernández Rodríguez. (Fdo.) José Francisco Fernández Sheuat. En Caracas a la fecha de su presentación.


13.308.288
Alejandro José Fernández Sheuat

REGISTRO MERCANTIL SEGUNDO
Los Timbres producidos por el monto
de Bs. 160,50
lados e multiplicados en el original
de Documento gravado en virtud de
de la Ley de Timbre Fiscal

CARACAS,

DE

DEL AÑO DOS MIL OCHO (FDO8.) DOUGLAS GUERRA CARDONA, Dr. Ricardo Ramírez

SE EXPIDE LA PRESENTE COPIA CERTIFICADA DE PUBLICACION SEGUN PLANILLA

Nº: 203561

1/MP

Dr. Ricardo Ramírez

REGISTRADOR MERCANTIL SEGUNDO

