

F1000000 1944

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Foreign
Profit
Amend

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 388698 7289394

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : September 17, 2018

ORDER TIME : 12:14 PM

ORDER NO. : 388698-005

CUSTOMER NO: 7289394

FOREIGN FILINGS

NAME: TECNOGLASS COLOMBIA S.A. INC.

XX CORPORATE
 LIMITED PARTNERSHIP
 LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Roxanne Turner -- EXT# 62969

EXAMINER: _____

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FI0000001944

(Document number of corporation (if known))

1. TECNOGLASS COLOMBIA S.A., INC.

(Name of corporation as it appears on the records of the Department of State)

2. BARRANQUILLA, COLOMBIA

(Incorporated under laws of)

3. APRIL 23, 2010

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? MARCH 23, 2018

5. TECNOGLASS S.A.S., INC.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," appropriate abbreviation, if not contained in new name of the corporation)

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

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Omar Dominguez Gaitan

(Typed or printed name of person signing)

Representative Legal.

(Title of person signing)

BARRANQUILLA CHAMBER OF COMMERCE (BCC)

CERTIFICATE GENERATED THROUGH BCC'S WINDOWS

DATE OF ISSUANCE: August 31st, 2018 Time: 09:31:07 Page 1

VERIFICATION CODE: JU144FD6FF

CASH RECEIPT: 03-95054721

COST OF THE CERTIFICATE: \$5,500

FOR YOUR SAFETY YOU MAY VERIFY THE CONTENT OF THIS CERTIFICATE BY ACCESSING TO: WWW.CAMARABAQ.ORG.CO, OPTION ELECTRONIC CERTIFICATES AND TYPING THE VERIFICATION CODE MENTIONED IN THE HEADING. THIS CERTIFICATE, WHICH MAY BE VALIDATED FOR ONLY ONE TIME, CORRESPONDS TO THE IMAGE AND CONTENTS OF THE CERTIFICATE CREATED AT THE MOMENT IN WHICH IT WAS ISSUED IN THE WINDOWS OR THROUGH THE VIRTUAL PLATFORM OF THE CHAMBER.

CERTIFICATE OF EXISTENCE AND LEGAL REPRESENTATION OR REGISTRATION OF DOCUMENTS.

TECNOGLASS S.A.S -----

TAX I. D. No. 800.229.035-4

"THE FIRST BUSINESS DAY THURSDAY DECEMBER (6) OF THIS YEAR THE BOARD OF DIRECTORS OF THE BARRANQUILLA CHAMBER OF COMMERCE.

THE INSCRIPTION OF THE LIST OF CANDIDATES SHALL BE DONE DURING THE SECOND HALF OF OCTOBER.

FOR FURTHER INFORMATION YOU CAN CALL 3303756 OR ADDRESS THE PRINCIPAL OFFICE (CUSTOMS OFFICE) AND THE OFFICES AUTHORIZED FOR THIS EFFECT OR THROUGH THE WEB PAGE www.camarabaq.org.co"

"COMMERCIAL REGISTRATION PROVIDES SECURITY AND TRUST IN BUSINESS.

RENEW YOUR REGISTRATION AT THE LATEST ON MARCH 31 AND AVOID SANCTIONS OF UP TO 17 MINIMUM LEGAL MONTHLY SALARIES".

THE UNDERSIGNED SECRETARY OF THE BARRANQUILLA CHAMBER OF COMMERCE, BASED ON THE COMMERCIAL REGISTRATIONS:


Andrea Zambrano Romero
Traductora e Intérprete Oficial
inglés-español-inglés
Licencia 521 de 2018

CERTIFIES

That through Public Deed No. 990 of April 18, 1994, granted in the Third Notary of Barranquilla registered in this Chamber of Commerce on May 4, 1994 under Number 53,859 of the corresponding book, the limited company called TECNOGLASS S.A. was incorporated.

CERTIFIES

That according to minutes number 41 of March 21, 2018 corresponding to the shareholders meeting in Barranquilla, registered in this Chamber of Commerce, on March 23, 2018 under number 339,675 of the respective book, the company mentioned before was transformed into simplified stock corporation under the name of TECNOGLASS S.A.S.

That such company has been amended through the following deeds and private documents:

Number	Yyyy/mm/dd	Notary	Registration No.	Yyyy/mm/dd
677	09/06/1994	8 th Notary of Barranquilla	55,642	09/19/1994
605	02/21/1996	5 th Notary of Barranquilla	62,835	02/29/1996
2,728	10/01/2002	7 th Notary of Barranquilla	101,284	10/09/2002
1,435	05/28/2003	7 th Notary of Barranquilla	105,243	05/28/2003
948	03/29/2007	7 th Notary of Barranquilla	130,913	04/02/2007
2,390	09/10/2012	7 th Notary of Barranquilla	246,816	09/26/2012
225	01/30/2014	5 th Notary of Barranquilla	265,541	02/20/2014
	02/01/2016	Barranquilla	301,529	02/18/2016
1,722	06/21/2017	2 nd Notary of Barranquilla	328,782	07/07/2017
41	03/21/2018	Shareholders Assembly in Barranquilla	339,675	03/23/2018

CERTIFIES

That in accordance with the deeds or the documents previously mentioned, the Company is governed by the following stipulations:

COMPANY NAME:
TECNOGLASS S.A.S
HEADQUARTERS: Barranquilla
TAX I.D. No.: 800,229,035-4

CERTIFIES

Registration No. 185,844 registered since May 4, 1994.

CERTIFIES


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That its last Renewal was on March 27, 2018

CERTIFIES

Main activity: 2310 MANUFACTURING OF GLASS AND GLASS PRODUCTS.

CERTIFIES

Secondary activity: 2591 FORGING, PRESS, STAMPING AND ROLLING OF METAL; POWDER METALLURGY

CERTIFIES

That total assets are: \$694,592,720,000 = SIX HUNDRED NINTY FOUR THOUSAND FIVE HUNDRED NINTY TWO THOUSAND SEVEN HUNDRED TWENTY THOUSAND COLOMBIAN PESOS

CERTIFIES

Headquarters:

AV CIRCUNVALAR VIA 40 in Barranquilla

Commercial email:

notificaciones@tecnoglass.com

Telephone: 3734003

Address for legal notifications:

AV CIRCUNVALAR VIA 40 in Barranquilla

Email for legal notifications:

notificaciones@tecnoglass.com

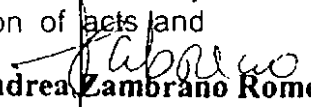
Telephone: 3734003

CERTIFIES

VALIDITY: That the Company has not been dissolved and its term of duration IS INDEFINITE.

CERTIFIES

CORPORATE PURPOSE: The corporate purpose of this Company will be: a) the Manufacture, transformation and commercialization and export of glass in all its forms, such as tempered safety glass, double thermo acoustic and laminated glass, as well as the manufacture of national and imported marble islands and sheets; b) Distribution of construction materials; c) Investment in shares, quotas or interest parts in companies of any nature; d) Investment, negotiation and administration of urban and rural real estate and the administration of same by itself or through intermediaries; e) The import of raw materials and machinery necessary to develop its objective; f) In general the celebration of acts and


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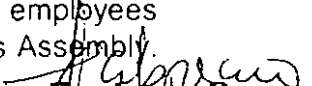
contracts on movable and real estate associated with the mentioned social objective; g) The extraction, smelting, painting, anodizing, export, import and commercialization of aluminum in all its forms and derivations; h) Planning, design and construction of all types of civil engineering and architectural projects at the urban and rural level, such as: Hydraulic projects, sanitary and environmental projects, communication systems and complementary projects, all types of buildings, and urbanism projects such as buildings, houses, residential units, schools; remodeling, conservation and maintenance of buildings, parks, urbanism projects, landscaping and complementary. Additionally, electro mechanic installations, industrial systems and services, mining and hydrocarbon projects, transportation projects and complementary services such as roads, rigid and flexible pavement, bridges, drilling of tunnels and underground excavations, movement of lands and operation of aqueducts, cleaning, sewages and public lighting; and in this respect it can participate and intervene in bidding processes with any institution, whether individual or legal, national or foreign, public or private, individually or through associations, consortiums or temporary joint ventures. Likewise, the company may carry out any other legal commercial activity in Colombia and in the foreign.

CERTIFIES

CAPITAL	Number of shares	Value per share
Authorized		
\$ 2,000,000,000	20,000,000	100
Subscribed		
\$ 1,644,479,900	16,444,799	100
Paid		
\$ 1,644,479,900	16,444,799	100

CERTIFIES

MANAGEMENT: For its direction, management and representation, the Company has the following main bodies: General Shareholder's Assembly, Board of Directors, President, who in turn is the Legal Representative of the Company. The direction of the Company corresponds, in the first instance, to the General Shareholders Assembly and its administration to the Board of Directors and the President. The President, subject to the policies and authorizations issued by the General Shareholder's Assembly and the Board of Directors, will hold the legal representation of the Company. The Board of Directors will exercise any duty or attribution not assigned specifically to another body by these By-Laws or the law. Company's governance and administration will be the responsibility of the President and his period of duration is one (1) year and he can be indefinitely reelected or freely removed at any time. The President is the legal representative of the Company; he will have a voice in Board of Director's deliberations; subjected to the President will be the performance of the duties by all Company employees whose assignment does not correspond to the General Shareholders Assembly.


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In the absolute, accidental or temporary absences of the President, he will be replaced by two deputies: the first deputy of the President and the second deputy of the President. The President will be the legal representative of the company and as such he may celebrate all the acts and contracts without regard to their value, when these are within the ordinary course of the social objective of the Company. In spite of the above, it will be necessary to obtain the authorization of the Board of Directors whenever these matters entail acts or contracts that contain credit obligations and to act as guarantor or surety for third parties for values above FIFTY MILLION COLOMBIAN LEGAL PESOS (\$50,000,000), as well as for the purchase, sale and mortgage of real estate, machinery, equipment, and investment in shares, quotas or parties of social interest in any company, events that will require the previous authorization of the Board of Directors. All these situations will also require the previous authorization of the Board of Directors. It will be understood that the legal representative will be vested with the most ample powers to act in all the circumstances in name of the Company, with the exception of those faculties which in accordance with stipulations of these By-Laws have been reserved for the shareholders or the Board of Directors.

CERTIFIES

That through Private Document of February 15, 2016 granted in Barranquilla, registered in this Chamber of Commerce on February 29, 2016 under No. 302.151 of the corresponding book, it is confirmed that the Company TECNOGLASS S.A.S is part of a business group of companies controlled by: ENERGY HOLDING CORP. Headquartered: Cayman Islands

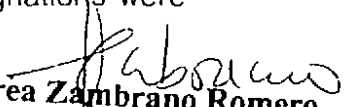
CERTIFIES

That as per Minutes No. 5 on July 18, 1996 corresponding to the General Shareholders Assembly in Barranquilla of the Company: TECNOGLASS S.A. whose pertinent part was registered at this Chamber of Commerce on July 24, 1996 under No. 64,899 of the corresponding book, the following designations were made:

Position/Name	Identification
President:	
Dominguez Gaitan Omar Ramiro Col. I.D.	3769167

CERTIFIES

That as per Minutes No. 196 on July 23, 2006 corresponding to the Board of Directors meeting in Barranquilla of the Company: TECNOGLASS S.A. whose pertinent part was registered at this Chamber of Commerce on August 17, 2006 under No. 126,044 of the corresponding book, the following designations were made:


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Position/Name

Identification

2nd Deputy of the President:
Espinosa Meola Rodolfo Jose

Col. I.D. 3744755

CERTIFIES

That as per Minutes No. 32 on February 10, 2015 corresponding to the General Shareholders Assembly in Barranquilla of the Company: TECNOGLASS S.A. whose pertinent part was registered at this Chamber of Commerce on May 20, 2015 under No. 283,237 of the corresponding book, the following designations were made:

Position/Name

Identification

1st Deputy of the President:
Abudinen Abuchaibe Alexa Cecilia

Col. I.D. 32699207

CERTIFIES

That as per Minutes No. 29 of March 28, 2014 corresponding to Shareholders Assembly in Barranquilla of company: TECNOGLASS S.A. whose corresponding part was registered at this Chamber of Commerce on May 19, 2014 under No. 268,749 of the corresponding book, the following designations were made:

Position/Name

Identification

Fiscal Comptroller
PRICEWATERHOUSE COOPERS LTDA

Tax ID 860,002,062

CERTIFIES

That through Private Document of May 5, 2014 granted in Bogota, registered at this Chamber of Commerce on May 19, 2014 under No. 268,750 of the corresponding book, the following designations were made:

Position/Name

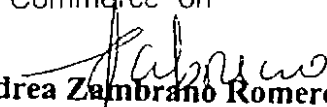
Identification

Assigned: Main Fiscal Comptroller
Sarmiento Estrada Yamile Patricia

Col. I.D. 32,753,813

CERTIFIES

That through Private Document on September 26, 2016 granted in Barranquilla by PricewaterhouseCoopers Ltda. registered in this Chamber of Commerce on


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October 13, 2016 under 314,893 of the corresponding book, the following designations were made:

Position/Name	Identification
Assigned: Deputy Fiscal Comptroller Contreras Contreras Marco Jeronimo	Col. I.D. 72,290,240

CERTIFIES

That it is the owner of the following Commercial Establishments:

Name:
TECNOGLASS S.A.S
Character of the ESTABLISHMENT:
Address: AV CIRCUNVALAR VIA 40 in Barranquilla
Telephone: 3734003
Email: info@tecnoglass.com
Commercial Value: \$ 694,592,720,000
Main activity: 2310
MANUFACTURE OF GLASS AND GLASS PRODUCTS
Secondary activity: 2591
FORGING, PRESS, STAMPING AND ROLLING OF METAL; POWDER
METALLURGY
Registration No. 185,845 of May 4, 1994
Renewal registration: March 27, 2018

CERTIFIES

That previous information has been taken directly from the registration formats and its subsequent renewals processed by the merchant.

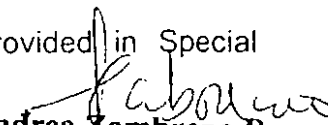
CERTIFIES

That in accordance with our records, the goods subject to mercantile registration listed in present certificate are free from any embargo.

CERTIFIES

That in this Chamber of Commerce there are no subsequent registration of documents regarding amendments, dissolutions, liquidation or assignments of legal representatives of the mentioned Company.

The information on contracts subject to registration is provided in Special Certificates.


Andrea Zambrano Romero
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CERTIFIES

In accordance with stipulations in the Administrative Procedure Code and in the Administrative Contentious and in Law 962 of 2005, the Registration Administrative Acts herein certified will be in force ten (10) business days after the date of registration, as long as they are not subject to recourse. Reconsideration and appeal acts can be established against the Registration Administrative Acts. The Barranquilla Chamber of Commerce does not consider Saturdays as business days.

(signed)

The present document is a **CERTIFIED**, true, complete and correct translation (consisting of 8 pages), into English of an original document in Spanish. Translation has been made by Andrea Zambrano Romero, Certified Translator by virtue of License No. 521 of 2018.


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