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Division of Corporations

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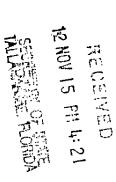
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## FOREIGN PROFIT/NONPROFIT CORPORATION **OBRAS CIVILES Y CONSTRUCCIONES 537 INC**

Certificate of Status	0
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November 15, 2012

#### FLORIDA DEPARTMENT OF STATE

LAZARUS CORPORATE FILING SERVICE, Division of Corporations

SUBJECT: OBRAS CIVILES Y CONSTRUCCIONES 537 INC

REF: W12000057785

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Jessica A Fason Regulatory Specialist II FAX Aud. #: B12000269282 Letter Number: 212A00027621

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November 14, 2012

# FLORIDA DEPARTMENT OF STATE Division of Corporations

**LAZARUS** 

SUBJECT: OBRAS CIVILES Y CONSTRUCCIONES 537 INC

REF: W12000057449

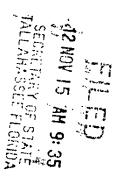
We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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Tim Burch Regulatory Specialist II

FAX Aud. #: H12000269282 Letter Number: 112A00027453



## H12000269282

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607, 1503, FLORIDA STATUTES, THE FOLLOWING IS SUBSUTTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

fr'name caavai	lable in Florida, enter exempte corpo	rase name adopted for the purpose of transzeting h	tusidess in Florida)
VENEZUEL			
State or country	under the law of which it is incorpor	reced) (FEI number, (Fappiles	ibiei
01-22-200		5. 01-22-2029	
(Dan	e of incorporation)	(Drostrom Year ourp will reason on	ust or "perpenal")
	· · · · · · · · · · · · · · · · · · ·		
		business in Flatida, () prior to registration) 1-& 607.1502, F.S., to determine penalty (usbility).	
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1000 (3) (1)		eridea adaress	- And the second printed the second and an action of the second and the second an
1000 BBI	CKELL AVE STER	40. MIAMI. FL 33131	
		as reputations :	
•			
	of suppliers		
(Surposa)	st of corporation authorized in horse	state or country to be carried out in state of Plotta	
	<u>ot address</u> of Florida registered ag	iem: +9.0. Box: <u>NOT zaceptable</u> )	
Name and Sing			SS J
	Carine E Marron		
Name and Sign	Carlos E. Marron	<del></del>	- 円式 四の <b>39</b> 41 日
	Carlos E. Marron 1000 BRICKELL AVE	#640	
Name.	· · · · · · · · · · · · · · · · · · ·	Plendak 33131	F. S. J.
Name.	1000 BRICKELL AVE	#640 .Florida 33131	هدسة حيس إيرائي
Name. Olice Address:	1000 BRICKELL AVE	Plendak 33131	19:3
Name. Thee Address:  Registered a aving been name.	1000 BRICKELL AVE MIAMI FL  Gent's acceptance: acceptance: acceptance agent and to be	Florida 33131 Zip code;  One bervice of process for the above stated co	orporation at the place
Name.  The Address:  Registered a aving been nan signated in this	1000 BRICKELL AVE  MIAMI FL  (Cov)  gent's acceptance: and as registered agent and to the application, I hereby acceptantely	Plonide 33131  Zip code:  Prof. pervice of process for the above stated cauppointment us registered agent and agree to	orporation at the place to act in this capacity. I
Name. Thee Address:  Registered a aving been nan signated in this riher agree to c	1000 BRICKELL AVE  MIAMI FL  gent's acceptance: and as registered agent and to see application, I hereby acceptante to make the provisions of all the prov	Plotide 33131  Zip code;  Process for the above stated caupfointment us registered agent and agree to statute relative to the proper and complete p	orporation at the place to act in this capacity. I
Name. Thee Address:  Registered a aving been nan signated in this riher agree to c	1000 BRICKELL AVE  MIAMI FL  gent's acceptance: and as registered agent and to see application, I hereby acceptante to make the provisions of all the prov	Plonide 33131  Zip code:  Prof. pervice of process for the above stated cauppointment us registered agent and agree to	orporation at the place to act in this capacity. I
Name. Thee Address:  Registered a aving been nan signated in this riher agree to c	1000 BRICKELL AVE  MIAMI FL  gent's acceptance: and as registered agent and to see application, I hereby acceptante to make the provisions of all the prov	Plotide 33131  Zip code;  Process for the above stated caupfointment us registered agent and agree to statute relative to the proper and complete p	orporation at the place to act in this capacity. I

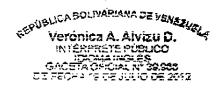
the Department of State, by the Secretary of State or other official having outstody of corporate records in the jurisdiction

under the law of which it is incorporated.

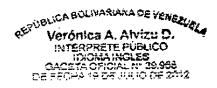
## H12000269282

4. CVER DEPOYABLE	
A. DIRECTORS	
Chairman: RAMON A. MARRON	-
Address: AVE. BELLAS ARTES, QTA SAOLAIX, LOS CHAGUARAMOS	_
CARACAS VENEZUELA	-
Vice Chairman	_
Address:	_
Director: RAQUEL AZPURUA DE MARRON	-
Address: AVE. BELLAS ARTES, QTA SAOLAIX, LOS CHAGUARAMOS	_,
CARACAS VENEZUELA	
Director:	•-
	_
Address:	,
8. OFFICERS	~
En N	
President	
Address:	
Vice President 57 49 1	_
Address:	-
	-
Secretary: DENISSE GOMEZ	_
Address: AVE. BELLAS ARTES, QTA SAOLAIX, LOS CHAGUARAMOS, CARACAS VENEZUELA	
Trospurer: NORAH AZPURUA	
AND SEALAS ARTES, OTA SAOLAIX, LOS CHAGUARAMOS, CARACAS VENEZUELA	
NOTE: a necessary you may attach an underdum to the application listing additional officers and/or directors.	
Signature of Director or Officer	•
The officer or director signing this document (and wige is listed in number 12 applies offirms 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 fellows as provided for m s.817.155, F.S.	
14 PAMEN MARTION - CHATTERON DESCREE	
(Typed or printed name and capacity of person statues application)	-

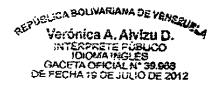
before you state the following: I hereby submit the Articles of Incorporation -
Bylaws of the company OBRAS CIVILES Y CONSTRUCCIONES 537, C.A. for
posting and publication as well as the inventory of assets subscribed by the
shareholders proving the remittance of the capital stock contribution
hereby request you to order the issuance to me of a certified copy of the records,
Articles of Incorporation – Bylaws and inventory supporting the capital stock and of
the instrument that stipulates it, for legal publishing.
Let justice be done in Caracas on December 18, 2003.
(Signed lilegibly) RAMON A. MARRON MORRENO; I.D. V-2956066
(There appear revenue stamps for the total amount of THREE THOUSAND
THREE HUNDRED BOLIVARS (Bs. 3,300.00) stamped with the date of January
22, 2004, duly rendered void by a linear seal which reads as follows: VOIDED
Commercial Registry, Judicial Circuit for the Capital District and State of Milanda).
MINISTRY FOR INTERNAL AFFAIRS AND JUSTICE. FOURTH COMMÉRCIAL
REGISTRY OF THE JUDICIAL CIRCUIT OF THE CAPITAL DISTRICT AND
STATE OF MIRANDA. Caracas, January 22, two thousand and four. Year 193 <sup>rd</sup> of
Independence and 144 <sup>th</sup> since Federation. Having considered the above petition,
and complied with all requirements by law, enter it legally in the Commercial
Registry Book along with the document submitted: post and publish the relevant
registry: do create a record or the company and file the original together with the
Articles of incorporation - Bylaws and other attached requirements, issue the legal
certified copy for the numbers of publishing. The foregoing document drefted by



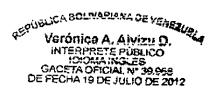
The undersigned, Verónica A. Alvizu D., a Sworn Translator for the Republic of
Venezuels, as evidenced by an Official License, issued unto her and published in
Official Gazette No. 39968 on July 19, 2012, and registered with the Main Registry
Office for the Federal District, under No. 219, folio 219, Volume 43, does hereby
certify that the attached copy of a document issued in Spanish has been submitted
to her for translation and that the following is a true English version thereof:
THINISTRY FOR INTERNAL AFFAIRS AND JUSTICE
FOURTH COMMERCIAL REGISTRY OF THE JUDICIAL CIRCUIT OF THE
CAPITAL DISTRICT AND STATE OF MIRANDA ———————————————————————————————————
LAWYER YANGSELLI COLMENARES DE ANDRADE. FOURTH COMMERÇIA
REGISTRAR_FOR THE JUDICIAL OFFICE OF THE CARITAL DISTRICT OF THE CARITAL DISTR
STATE OF MIRANDA, CERTIFIES:
That the following is a true and accurate copy of the original entry recorded with
the Commercial Registry under No. 3, Volume 4-A Cto. of the year 2004 as well as
of the PARTICIPATION, NOTICE AND DOCUMENT, which reads as follows:
THIS PAGE BELOWGE TO: OPRAE OWILES Y CONSTRUCCIONES 557, C.A.:
3274 - 5275 - 527
To: The Fourth Commercial Registrar for the Judicial Circuit of the Faderal District
and State of Miranda, Hand delivered.
I, RAMON A. MARRON MORRENO, a Venezuelan citizen, of legal age, of this
demisile, bearer of identity Card No. V-2958068, acting herein on bahaif and in
representation of the company OBRAS GIVILES Y CONSTRUCCIONES 537, C.A.
and their standards. Design acceptance on along obtain about another a nation and on all another about the other district



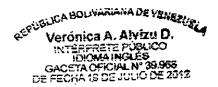
identification was mede as follows: Kamun A. Markun Mukelitu, 1.C. Y-
25E2022
The Fourth Commercial Registrar
Signed LAWYER YANOSELL! COLMENARES DE ANDRADE
THIS PAGE BELONGS TO: OBRAS CIVILES Y CONSTRUCCIONES 537, C.A.;
00W 32/5VA
We, RAMON ANTONIO MARRON MORENO and RAQUEL AZPURUA DE
MARRON, both of legal age. Venezuelan citizens, and bearers of Identity Cards
No. V.2956068 and V-3981213, respectively, hereby state that: we have agreed to
Incorporate-a-Company that shall be governed by the lew-on the legal status of
corporations and the following Articles which have been drafter broadly enought to
be the Company's Articles of Incomporation and Sylews:
SARCER :
HAME, DOMICHE, PURPOSE AND DURATION
ARTICLE 1: The name of the Company is OBRAS CIVILED NO
CONSTRUCCIONES 537. C.A The Shereholders' Meeting shall have the power
to expand or abbreviate such name whenever deemed convenient. ——————
ARTICLE 2: The Company shall be dominiled in the Oity of Caradas, but it may
establish agencies, branches, offices and subsidienes within and outside the
territory of the Republic by means of a resolution adopted in a Sharsholders'
ಸಿಸಿದ್ದಾರೆ
ARTICLE 3: The purpose of the Company shall be the execution of Engineering
Marks Sali Suscess Brandration of Projects and Construction of civil engineering



deforestation, telling and gardening, road maintenance (sic), surfacing
refurbishing, all in all any kind of civil works; acquire, encumber, sell real estate or
other property, and will also carry out any other business that the shareholders
may consider including wherever the same may be permitted by law.
ARTICLE 4: The duration in the Company shall be of twenty five (25) years
commencing on the date of its registration with the relevant Commercial Registry.
Upon expiration of such term, the Shareholders' Meeting shall decide if it is
extended for an equal duration or the Company's dissolution. Failure to hold the
Shareholders' Meeting when the initial term expires does not imply the Company's
activities have to cease if such activities have in fact not ceased at sucil-date
Whatever the case may be, timely notice shall be made to the Commercial
Registry.
ARTICLE 5: The fiscal year of the Company shall commence the 1 as as well as well as the 1 as a shall commence the 1 as as well as we
January and end the 31st day of December of each year, except for the first fiscal
year which shall commence on the date of recording in the Commercial Registry
and end the 31 <sup>st</sup> day of December of the current year.
CHAPTER II
CAPITAL, SHARES AND SHAREHOLDERS
ARTICLE 6: The capital of the Company shall be Fifty Million Bolivars (Bs.
50,000,000.00) divided into One Hundred (100) nominative shares with a par value
of Five Hundred Thousand Bolivars (Bs. 500,000.00) each. The Company's shares
have been subscribed to in the following manner: Seventy (70) shares by RAMON

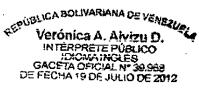


RAQUEL AZPURUA DE MARRON, for a total of Fifteen Million Bolivars (3s.
15,000,000,00) that has been one hundred percent (100%) paid-in, i.e. the amount
of Fifteen Million Bolivars (Bs. 15,000,000.00) by means of assets accepted by the
shareholders and which are listed in an annex attached hereto, as an integral part
of this document thus desired to be reproduced herein.
ARTICLE 7: Each share shall be entitled to one vote at all Shareholders' Meetings.
The ownership of the shares shall be indivisible with respect to the Company and if
such ownership is attributed to several persons, they shall appoint a representative
to the Shereholders' Meetings, falling that, a Director of the Company shall act as
representative. The shares are nominative, non-convertible to the bearer.
ARTICLE 6: Each Shareholder-wishing-to-sell his/her shares agrees to-give-the-
other Shareholders a right of first refusal to purchase such shares, in proportion in
the capital subscribed by each one of them. In order to exercise such right, the
Chareholder wishing to sell his/her shares shall give written notice to the other of the other shares and give written notice to the other shares are given written and the other shares are given written are given written and the other shares are given written are given written and the other shares are given written and the other shares are given as a share given written are given by the other shares are given by
Shareholders; the latter shall have a term of thirty (30) calandar days following the
date on which the other Sharaholds; notified the offer to make a dadsion to share in the offer of the offer o
regard. Once the term expires, if the Shareholders reject the right of first refuse! or
do not answer the notice, the Shareholder wishing to sell his/her shares is entitled
to freely dispose of his/her shares. ————————————————————————————————————
ARTICLE 9: Ownership of the shares shall be transferred by the signature of the
transferor, the transferes and the Directors of the Company in the Company's
Shereholders' Registry kept for such purpose and a duly notarized Sale
Agreement. ————————————————————————————————————
AND TO A CONTROL OF THE TOTAL PROPERTY AND

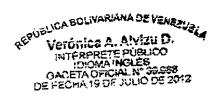


ARTICLE 10: The administration of the business of the Company shall be entrusted to two Managing Directors, who shall act jointly or severally, who shall have their respective atternates appointed, who may or may not be shareholders of the Company. The Managing Directors, who shall bind the Company, shall have the broadest powers of administration and disposition of the assets of the Company, shall be appointed by the Shareholders' Meeting and shall hold office for five (5) years and can be eligible for re-election, if by any chance the Shareholders' Meeting is not timely held, each officer shall continue in office until replaced. Likewise, the Shareholders' Meeting shall appoint to cover their absolute or temporary absence. Each one of the Directors shall deposit in the Company's Treasury Department ten (10) shares of the Company's capital stock; asestablished in Article 244 of the Commercial Code. ----ARTICLE 11: The Meneging Directors shall have the following functions: 1.) To represent the Company in business with third parties and carry out all the necessary actions for the defense of assets, rights and interests of the Company on any judicial, administrative or extra judicial grounds. -To appoint and remove the Company's employees and blue-collar workers, establishing their respective remuneration. -To decide on the acquisition, selling and encumbrance of the Company's assets, establishing prices, guarantees, method of payment and other convenient terms and conditions.

4.) To enter into all kinds of contracts in which the Company may have an interest.



8.) To deliver a complete copy of the Balance Sheet and Profit and Loss Statement
to the Statutory Auditor of the Company at least thirty (30) days before the date in
which the Shareholders' Meeting will be held so that the Statutory Auditor is able to
render the report required by the Commercial Code
8.) To prepare the Company's expense budget for each fiscal year as well as the
special investments' project
9.) To supervise the accounting of the Company and make the necessary outlays
for its interest and improvement.
10.) To determine the amount of the Reserve Fund, in accordance with the
provisions of the Commercial Code and the provisions herein. —————
11.) To establish the amount, terms and conditions of the guarantees or bonds
which have to be presented for the interest of the Company.
12.) To call the Annual and Special Shareholders' Meetings establishing the
egenda, place and date of the meetings.
13.) To enter into contracts and sign documents of the Company. This function
may be delegated to a special factor or special authorized agents to the extent
considered necessary or convenient.
14.) To establish agencies or pranches within and outside the territory of the
COLUMN TO THE RESIDENCE OF THE PROPERTY OF THE
15.) To leaus the Company's Internal Regulations.
13.) To represent the Company in all matters falling within its competence or
determined by the Shareholders' Meeting.
17.) To represent the Company in any judicial and/or administrative grounds, being
ship to grant angulal comment at allowing in laminary of higher tends enterelies them



lawsuits, exceptions, counterclaims, receive judicial summons and notifications,
convene, settle, desist, compromise in arbitration based on equity or the law, make
bids at auctions and to guarantee them, and in general to take on the full defense
of the Company's interests.
18.) To establish, without prejudice to the provisions of the relevant laws, the
percentage on profits and bonuses considered convenient for the Company's
employees
19.) To appoint managers or commercial factors when deemed necessary, setting
their respective remuneration.
20.) To represent the Company without limitation and with broad disposition
powers, in all matters not included herein and which do not specifically fall within
the competence of the Shareholders' Meeting.
ARTICLE 12: The two (2) Directors of the Company must strictly follow sine
resolutions and decisions adopted by the Shareholders' Meeting, and specially the
provisions herein, being both personally llable before the Company and third
parties for any questionable actions. ————————————————————————————————————
CHAPTER IV
STATUTORY AUDITOR
ARTICLE 13: The Company shall have a Statutory Auditor elected by the
Shareholders' Meeting, who shall hold office for a five (5) year period and may be
eligible for re-election and shall remain in office even if the term has expired and
until his successor has been placted and taken office

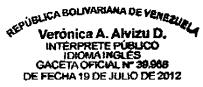
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REPUBLICA BOLIVARIANA DE YEKREURY REPUBLICO INTÉRPRETE PÚBLICO INTÉRPRETE PÚBLICO

DE FECHA 19 DE JULIO DE 2012
Shall compare it with the accounting entires and sumbmit a summarized report of
such Salance Sheet including his/her opinion to the Shereholders' Meeting, stating
his/her objections, if any, to such Salance Sheet. Prior to each increase or
decrease of the Company's capital stock or if there are plane to sell more than 50%
of its real estate assets, the Statutory Auditor shall present the Shareholders'
Meeting a report.
CHAPTER V
BALANCE SHEET, DIVIDENDS AND RESERVE FUNDS
ARTICLE 15: Accounts are closed the 31 <sup>st</sup> day of December of each year, and a
Balance Sheet shall be prepared in accordance with the provisions of Article 304 of
the Commercial Code. Such Salance shall exactly express and evidence the status—
of the Company's assets and liabilities, those benefits indeed obtaining or
experienced looses, giving to acts of corporate assets the value that they actually
have of the one presumed to them. Non-collectable credits shall not have usual.
ARTICLE 15: After the Salance Sheet has been verified, a percentage from the
profits of each fiscal year. If any, shall be set aside each year in a recenfer function
until such reserve fund reaches at least ten percent (10%) of the capital stock. The
remaining amount shall be distributed among the Shareholders as Dividende, in
proportion to the number of their shares.
ARTICLE 17: A copy of the Balance Sheet shall be delivered to the relevant
Commercial Registrar in order to be filled in the Company's records, within fifteen
(15) days following the approval of such Balance Sheet by the Shareholders'
FE-Strip.



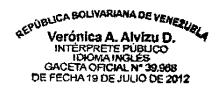
ARTICLE 18: The supreme authority and control of the Company shall be vested in the Shareholders' Meeting, who shall exercise them by way of the Directors. The Shareholders' Meetings are Annual and Special, and duly constituted they represent all the Shareholders. Notice of any Shareholders' Meeting, must be given to the Shareholders by means of a letter or telegram with return receipt or by means of the publication of the call in a daily newspaper of the city of Caracas. which notice must be made at least five (5) days prior to the date of the Shareholders' Meeting except otherwise provided by law. The requirement of prior notice can be waived when all of the shareholders are present at the Meeting, and It must be expressly stated in the Minutes of the pertinent Shareholders' Meeting ARTICLE 19: The Annual Shareholders' Meetings shall be held during the menth of March of each year. Special Shareholders' Meetings shall be held as ofteness in deemed necessary prior call made by the Statutory Auditor or Shareholders representing at least twenty percent (20%) of the capital stock of the Company. -ARTICLE 20: Minutes of every Shareholders' Meeting shall be drawn up and recorded in a special book identified as Minutes of Shareholders or of Shareholders' Meetings, said minutes shall clearly state the names and surnames of the Shareholder or his/her representative; the number of shares which they own or represent, the decisions adopted, pointing out if they were made unanimously or by majority, and in general a summary of all remarks made by any of the shareholders or their representatives. Such minute shall be signed by all the Shareholders, even those who did not agree thereto. If one or more shareholders



•
ARTICLE 21: The Shareholders' Meeting shall have the following specific powers:
1) To appoint the Company's Directors, Statutory Auditor and their alternates,
setting their remunerations.
2) Approve, disprove or modify the Balance Sheet or the Profit and Loss
Statement.
3) Any other matter or matters submitter for its consideration.
ARTICLE 22: The Special Shareholders' Meetings shall have the following specific
20110-2.
1) To hast and decide on the Company's dissolution or the extension of its
duration.
2) To increase or decrease the capital stock.
3) To amend the Articles of Incorporation and Sylaws. ————————————————————————————————————
4) To determine when dividends are to be paid to the Shareholders and happine [7]
will be paid.
್ಲಿಲ್ಲಿ 5) To epocint the Company's authorities, Statutory Auditor and their re∰ebitive
alternates when the Annual Shareholders Meeting cannot appoint them due to time
being of the essence or impossibility to do so.
6) To decide on any matter submitted to its special consideration and in conclusion
to exercise all the powers provided by law. ————————————————————————————————————
ARTICLE 22: The Shareholders' Meetings are not considered valid unless all the
Shareholders have been duly called and shall consist of a number of shareholders
•
representing at least seventy-five percent (75%) of the capital stock.
if a Shareholders' Meeting is not held due to lack of quorum of 75% of the capital
work it can be hald on the third working day as of the date so; for the original

# QUE VERGINA DE VERGINA

Decisions shall be made by 65% of the attendants notwithstanding the number of
same. ————————————————————————————————————
ARTICLE 24: The shareholders may be represented in the Shareholders' Meetings
by Company's authorized agents, designated by means of a proxy addressed to
any of the Company's Directors, without prejudice to Article 285 of the Commercial
Code. ————————————————————————————————————
CHAPTER VII
LIQUIDATION OF THE COMPANY
ARTICLE 25: In the event the Company is to be liquidated, the Shareholders'
Meeting shall be vested with the broadest powers of disposition and administration;
it may deliberate and decide on such liquidation as well as on the Shareholders'
Equity, by the Shareholders thereat, whichever their number, provided that affine
Shareholders of the Company have been duly called to such Shareholders
Meeting. ————————————————————————————————————
CHAPTER VIII —————————————————————————————————
TRANSITORY PROVISIONS
ARTICLE 26: The following appointments are made, until the next Annual
Shareholders' Meeting corresponding to the year 2008 is held: RAMON A.
MARRON MORENO as Managing Director, Identity Card No. 2956068, RAQUEL
AZPURUA DE MARRON as Managing Director, Identity Card No. V.3981213,
CARLOS EDUARDO MARRON COLMENARES, Identity Card No. V.13532235
and NORAH AZPURUA RIOS, Identity Card No.V-1852774 as alternate of the



Commercial Administrators and Public Accountants under No.62 as Statutory
Auditor.
ARTICLE 27: RAMON A. MARRON MORENO, identified herein, is hereby
authorized to submit this document to the Commercial Registrar and request its
filing and subsequent legal publication. Caracas on December 18, 2003. ———
(Signed illegibly) RAMON A. MARRON MORENO, I.D. 2956068.
(Signed illegibly) RAQUEL AZPURUA DE MARRON, I.D. 3981213.
Caracas, January twenty-second (22) of the year two thousand and four (SIGNED)
RAMON A. MARRON MORENO. LAWYER YANOSELLI COLMENARES DE
ANDRADE. THIS CERTIFIED PUBLICATION COPY IS ISSUED IN
-ACCORDANCE-TO-FORM 16(illegible number)318
32/EVA. ————————————————————————————————————
(Signed illegibly) LAWYER YANOSELLI COLMENARES DE ANDRADE, FOURTH
COMMERCIAL REGISTRAR.*
(NOTES BY TRANSLATOR: 1) A round seal of the Fourth Commercial Registry to
has been affixed a total of thirty-five times; 2) On the upper and left margins of the
second page there appear several handwritten numbers and information irrelavant
to the document, there also appears a rectangular seat which reads as follows:
Received: January 14, 2004, Form No. 166318, Reviewed (Illegible)4010345833,
Received by; (Illegible signature) January 19, 2004, and on the upper right margin
there appears a round seal which reads as follows: Fourth Commercial Registry,
Reviewing Lawyer, signed illegibly; 3) On the lower left margin of the petition and
the first page of the Articles of Incorporation – Bylaws there appears a rectangular
2001 which conde as follows: SEEN AND ARROWED dated January 14, 2004

of the Articles of Incorporation – Bylaws, there appears an illegible signature and the seal of Lawyer Raquel Azpurua Rios, registered with the Lawyers' Welfare Association under No. 14733; 5) There was a collation error after Item 6 of Article 11, thus the Lawyer's seal appears overleaf but the translation follows a logical order; item 7 in Article 11 does not appear in the copy of the document.)

The above is true and exact translation of the attached original document, IN WITNESS WHEREOF I have hereunto set my hand and affixed my seal in Caracas, on this seventeenth day of October two thousand and twelve.

QEPÚBLICA BOLIVARIANA DE VENEZUELA

Verónica A. Alvizu D.

INTERPRETE PÚBLICO

INTERPRETE PÚBLICO

IDIOMA INCLES GACETA OFICIAL N° 39.988 DE FECHA 19 DE JULIO DE 2012

Swom Translator

12 NOV 15 AM 9: 35
SECRETARY OF STATE