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Florida Department of State

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FOREIGN PROFIT/NONPROFIT CORPORATION

SCARFYNG S.A. CORP.

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APR 11 2018

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H18000113003

(9)

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. SCARFYNG S.A. 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. ECUADOR
(State or country under the law of which it is incorporated)

3. _____
(FEI number, if applicable)

4. JANUARY 22, 2018
(Date of incorporation)

5. _____
(Date of duration, if other than perpetual)

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

7. 1445 16TH STREET, SUITE 1205, MIAMI BEACH, FL 33139
(Principal office address)

_____
(Current mailing address, if different)

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

Name: FERNANDO MARCH

Office Address: 1445 16TH STREET SUITE 1205

MIAMI BEACH, FL, Florida 33139
(City) (Zip code)

9. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

_____
(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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

A. DIRECTORS

Chairman: LUIS MANUEL VALERO BRANDO

Address: 1445 16TH STREET SUITE 1205

MIAMI BEACH, FL 33139

Vice Chairman: _____

Address: _____

_____

Director: _____

Address: _____

_____

Director: _____

Address: _____

_____

B. OFFICERS

President: LUIS MANUEL VALERO BRANDO

Address: 1445 16TH STREET SUITE 1205

MIAMI BEACH, FL 33139

Vice President: _____

Address: _____

_____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

12. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. LUIS MANUEL VALERO BRANDO, DIRECTOR/PRESIDENT

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

SUPERINTENDENCIA DE COMPAÑÍAS, VALORES Y SEGUROS

REPÚBLICA DEL ECUADOR

SUPERINTENDENCIA DE COMPAÑÍAS, VALORES Y SEGUROS DEL ECUADOR
REGISTRO DE SOCIEDADES

SOCIOS O ACCIONISTAS DE LA COMPAÑIA

No. de Expediente:	179073
No. de RUC de la Compañía:	0992402706001
Nombre de la Compañía:	SCARFYNG S.A.
Situación Legal:	ACTIVA

Se deja constancia que, la presente nómina de socios otorgada por el Registro de Sociedades de la Superintendencia de Compañías, se efectúa teniendo en cuenta lo prescrito en los artículos 19 y 21 de la Ley de Compañías, que no extingue ni genera derechos respecto de la titularidad de las participaciones ya que, en el Art. 113 párrafo segundo, del mismo cuerpo legal, respecto de la cesión de participaciones se dice: "...En el libro respectivo de la compañía se inscribirá la cesión y, practicada ésta, se anulará el certificado de aportación correspondiente, extendiéndose uno nuevo a favor del cesionario".
Desde luego, el párrafo final del citado artículo determina adicionalmente, que: "De la escritura de cesión se sentará razón al margen de la inscripción referente a la constitución de la sociedad, así como al margen de la matriz de la escritura de constitución en el respectivo protocolo del notario". De lo expresado se infiere que, es de exclusiva responsabilidad de los representantes legales de las compañías de responsabilidad limitada, así como de los Registradores Mercantiles y Notarios con el acto de registro en los libros antedichos y marginaciones respectivas formalizar la cesión de participaciones de las mismas compañías de comercio.

En tal virtud esta Institución de control societario no asume respecto de la veracidad y legalidad de las cesiones de participaciones, responsabilidad alguna y deja a salvo las variaciones que sobre la propiedad de las mismas puedan ocurrir en el futuro, pues acorde con lo prescrito en el Art. 256 de la Ley de Compañías, ordinal 3°, los administradores de las compañías son solidariamente responsables para con la compañía y terceros: "De la existencia y exactitud de los libros de la compañía". Exactitud que pueda ser verificada por la Superintendencia

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Guayaquil, 15 ENE 2018

REPÚBLICA DEL ECUADOR Notaría Vigésimo Cuarta del Cantón Guayaquil Ab. Rossana Chang Armijos

Abg. Rossana Chang Armijos
NOTARIA

SERVICIO DE RENTAS INTERNAS

CERTIFICADO DE CUMPLIMIENTO TRIBUTARIO

Contribuyente:
SCARFYNG S.A.
RUC:0992402709001
Ciudad.-

De conformidad con lo establecido en el artículo 96 del Código Tributario sobre el cumplimiento de los deberes formales de los contribuyentes y en concordancia con el artículo 101 de la Ley de Régimen Tributario Interno sobre la responsabilidad por la declaración de Impuesto del sujeto pasivo; el Servicio de Rentas Internas certifica que:

Una vez revisada la base de datos del SRI, el contribuyente SCARFYNG S.A. con RUC 0992402709001, ha cumplido con sus obligaciones tributarias hasta NOVIEMBRE 2017 y no registra deudas en firme, información registrada a la fecha de emisión del presente certificado de cumplimiento tributario.

Sin embargo, la Administración Tributaria se reserva el derecho de verificar las declaraciones presentadas y ejercer la facultad determinadora, orientada a comprobar la correcta aplicación de las normas tributarias vigentes, sin perjuicio de aplicar las sanciones correspondientes en caso de detectarse falsedad en la información presentada.

Particular que comunico para los fines pertinentes.

SERVICIO DE RENTAS INTERNAS

Fecha y Hora de emisión: 12 de enero de 2018 15:07

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Guayaquil, 15 ENE 2018
Ab. Rossana Chang Arrillos
NOTARIA

Validez del certificado: El presente certificado es válido de conformidad a lo establecido en la Resolución No. NAC-DGERCGC15-00000217, publicada en el Tercer Suplemento del Registro Oficial 462 del 19 de marzo de 2015, por lo que no requiere sello ni firma por parte de la Administración Tributaria, mismo que lo puede verificar en la página web del SRI, www.sri.gob.ec y/o en la aplicación SRI Móvil.

Este certificado no es válido para el proceso de cancelación ante la Superintendencia de Compañías, Valores y Seguros.

AFFIDAVIT

Before me, a Notary Public duly authorized to administer oaths and take acknowledgments in the Country and City aforesaid, personally appeared Luis Manuel Valero Brando, as Authorized Signator of SCARFYNG S.A. who, by me being first duly sworn, deposes and says:

The undersigned, Luis Manuel Valero Brando, as Authorized Signator of SCARFYNG S.A. hereby certify that the following are true and correct unanimously adopted by the shareholders of the corporation.

The corporation was formed on April 5, 2005 under the name of SCARFYNG S.A. Incorporated in the city of Guayaquil, country of ECUADOR, address SKY BUILDING, SOLAR 1 MZ 57, Guayaquil Ecuador, Province Guayas, country Ecuador RUC file number: 0992402709001

The corporation is duly formed, validly existing, and in good standing under the laws of ECUADOR.

That as of the date of this Affidavit, the corporation is and will continue to be in good standing.

SCARFYNG S.A.

BY: _____

Luis Manuel Valero Brando, as Authorized Signator

STATE OF FLORIDA)
COUNTY OF DADE) SS

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Luis Manuel Valero Brando, as Authorized Signator, of SCARFYNG S.A., an ECUADORIAN corporation known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed same, and an oath was not taken. __ Said person is personally known to me or ✓ Said person provided the following type of identification: PASSPORT.

Witness my hand and official seal in the county and state aforesaid this 18 day of January, 2018.

INAKI SAIZARBITORIA
Commission # FF 954792
Expires February 19, 2020

NOTARY PUBLIC
Notary name: _____

SUPERINTENDENCIA DE COMPAÑÍAS, VALORES Y SEGUROS

REPUBLIC OF ECUADOR

SUPERINTENDENCE OF COMPANIES, SECURITIES AND INSURANCE

CERTIFICATE OF COMPLIANCE OF OBLIGATIONS AND LEGAL EXISTENCE

COMPANY NAME:	SCARFYNG S.A.		
	CORPORATE [X]	STOCK MARKET [ ]	INSURANCE [ ]
SECTOR:	116073	ADDRESS:	GUAYAQUIL
FILE NUMBER:	09924027.9001		
TAXPAYER REGISTRATION:			
LEGAL REPRESENTATIVES:	DEL HIERRO CRUZ CLARA JULIA;		
CAPITAL STOCK:	$ 800,000.0000	CURRENT SITUATION:	ACTIVE

THE COMPANY HAS CURRENT LEGAL EXISTENCE AND ITS CORPORATE TERM END ON: 05/10/2055

FULFILLMENT OF OBLIGATIONS: YES HAS FULFILLED

Being the responsibility of the Legal Representative, the veracity of the information sent to this Institution, the Superintendence of Companies, Securities and Insurance certifies that, at the date of issuance of this certificate, this company has fulfilled its obligations.

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TRANSLATION: CERTIFICATE OF ACCURACY

Translation Declaration

Re: Translation Reference Number: 2018000375

The Language Experts, hereby certifies that the above-mentioned document Number 2018000375 has been translated by an experienced and qualified professional translator from Spanish into English, and that in our best judgment, the translated text truly reflects the content, meaning and style of the original text and constitutes in every respect an accurate and complete translation of the original document.

This is to certify the accuracy of the translation only. We do not guarantee that the original is a genuine document or that the statements in the original document are true.

2-9-18

Raymond Gutierrez, The Language Experts — Date:

STATE OF FLORIDA

COUNTY MIAMI-DADE

MARIA J. GUTIERREZ
MY COMMISSION # GG 061503
EXPIRES: January 25, 2021
Bonded Thru Notary Public Underwriters

Subscribed and sworn to before me this 9th day of February 2018

Signature of Notary Public State of Florida — Stamp: Commissioned Name of Notary

Personally known _____ or produced identification _____ Type of I.D. _____

SUPERINTENDENCIA DE COMPAÑÍAS, VALORES Y SEGUROS

REPÚBLICA DEL ECUADOR

SUPERINTENDENCIA DE COMPAÑÍAS, VALORES Y SEGUROS

CERTIFICADO DE CUMPLIMIENTO DE OBLIGACIONES Y EXISTENCIA LEGAL

DENOMINACIÓN DE LA COMPAÑÍA:	SCARFYNG S.A.
SECTOR:	SOCIETARIO ☑ MERCADO DE VALORES ☐ SEGUROS ☐
NÚMERO DE EXPEDIENTE:	119073
DOMICILIO:	GUAYAQUIL
RUC:	0992402709001
REPRESENTANTE(S) LEGAL(ES):	DEL HIERRO CRUZ CLARA JULIA
CAPITAL SOCIAL:	800,000.0000
SITUACIÓN ACTUAL:	ACTIVA
LA COMPAÑÍA TIENE ACTUAL EXISTENCIA JURÍDICA Y SU PLAZO SOCIAL CONCLUYE EL:	10/05/2055
CUMPLIMIENTO DE OBLIGACIONES:	SI **HA CUMPLIDO**

Siendo responsabilidad del Representante Legal la veracidad de la información remitida a esta Institución, la Superintendencia de Compañías, Valores y Seguros certifica que, a la fecha de emisión del presente certificado, esta compañía ha cumplido con sus obligaciones.

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