

F1900000769

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

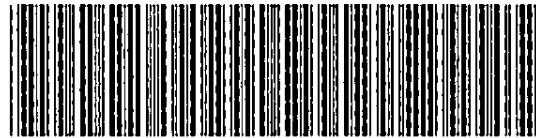
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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CLERK OF COURT
TALLAHASSEE, FLORIDA

2019 FEB 11 A 10:21

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2/13/19



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 30, 2019

CAROLINE LARSON
7901 KINGSPONTE PKWY STE 17
ORLANDO, FL 32819

SUBJECT: GRUPO RODO INVERSIONES S.A.
Ref. Number: W19000009790

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2019 FEB 11 A 10:27
SUPERINTENDENT OF
TALLAHASSEE, FLORIDA

We have received your document for GRUPO RODO INVERSIONES S.A. 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 name must contain a word that will clearly indicate that it is a corporation. Such words include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 245-6051.

Dionne M Scott
Regulatory Specialist II

Letter Number: 819A00002200

2019 FEB 11 11:33 AM

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GRUPO RODO INVERSIONES S.A.
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," or "Certificate of Good Standing" 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:

CAROLINE LARSON

Name of Person

LARSON ACCOUNTING GROUP

Firm/Company

7901 KINGSPONTE PKWY STE 17

Address

ORLANDO, FL 32819

City/State and Zip code

PRIVATE@LARSONACC.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

CAROLINE LARSON

407 3703686
at ()

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration 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

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TALLAHASSEE, FLORIDA

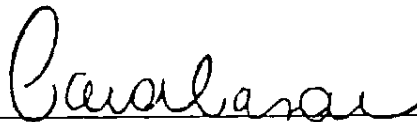
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. GRUPO RODO INVERSIONES 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. PANAMA 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 08/04/2015 5. _____
(Date of incorporation) (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. CALLE RICARDO ARIAS, EDIFICIO TORRE ADVANCED, PRIMER PISO, PANAMA
(Principal office address)
- 936 SW 1SR AVENUE 401, MIAMI FL 33130
(Current mailing address, if different)
8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
- Name: LARSON ACCOUNTING GROUP
- Office Address: 7901 KINGSPORTE PKWY STE 17
- ORLANDO, Florida 32819
(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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: OSCARINA MAGALYS DOUPOVEC LONGART

Address: URB LOMAS DEL SOL CALLE A. RES LOMAS DEL SOL PH 3B
CARACAS, VENEZUELA 1083

Vice Chairman: ALFREDO RAFAEL ROJAS CALDERON

Address: URB LOMAS DEL SOL CALLE A. RES LOMAS DEL SOL PH 3B
CARACAS, VENEZUELA 1083

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

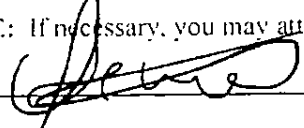
Secretary: _____

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.

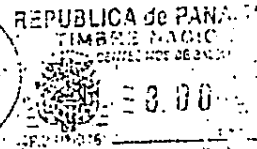
13. OSCARINA MAGALYS DOUPOVEC LONGART

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

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STATE OF FLORIDA
TALLAHASSEE

REPUBLICA DE PANAMA
PAPEL NOTARIAL

NOTARIA DUQUECHIA DEL CIRCUITO DE PANAMA



with any bank or mercantile establishment; e. To acquire, purchase, hold, take into leasing, administration, use and antichresis, and also to sell, to mortgage and pledge all kinds of properties; f. To do all the necessary in carrying out the purposes enumerated in these Articles of Incorporation, or whatever becomes necessary and convenient for the protection and benefit of the Corporation and in general to perform any lawful business, even though not similar to any of the purposes specified in these Articles of Incorporation. -----

THIRD: The authorized capital of the Corporation shall consist of THIRTY THOUSAND DOLLARS (USD\$30,000.00), legal currency of the United States of America, divided into ONE HUNDRED (100) COMMON SHARES OF THREE HUNDRED DOLLARS (USD\$300.00) EACH, which shall be issued only in nominative form. The liability of each Shareholder is limited to the amount, if any, unpaid on his shares. -----

FOURTH: Any Shareholder who may wish to sell his shares must offer such shares to the other Shareholders before offering it to third parties. -----

FIFTH: Each subscriber of these Articles of Incorporation agrees to take one (1) share. -----

SIXTH: The Corporation will have a perpetual duration; however, it may be dissolved whenever the Shareholders so decide, provided that they count with the majority of votes. -----

SEVENTH: The Corporation will be directed by a Board of Directors, composed of not less than three (3) and no more than seven (7) members, to be elected by the General Assembly of Shareholders. It is not necessary that Directors be Stockholders. The Board of Directors may grant general powers for the management of the business and affairs of the Corporation, with faculties to dispose or pledge of all or part of its social assets. Directors may be represented in any act in the stead of the Corporation at the meetings of the Board of Directors of the Corporation by proxies. The Board of Directors may adopt the By-Laws of the Corporation. -----

EIGHTH: The names and addresses of the first Directors and Officers are the following: Director - President and Treasurer: OSCARINA MAGALYS DOUPOVEC LONGART; Director - Secretary: ALFREDO RAFAEL ROJAS CALDERÓN; Director: OSCAR JOSE DOUPOVEC LONGART, all with address at Local No. EI-09B, Comercial Center Parque Cerro Verde, Via El Caletal-Los Naranjos, Municipio El Hatillo, Caracas, Miranda State, Venezuela. The Legal Representative of the Corporation shall be the President. -----

NINTH: That Mrs. OSCARINA MAGALYS DOUPOVEC LONGART, with Passport No. 110558309 and Mr. ALFREDO RAFAEL ROJAS CALDERÓN, with Passport No. 077926582, both Venezuelan citizens, will have individually the most extensive powers to represent the corporation, without limitation, for acts of administration as well as for disposition acts. And consequently shall be empowered to celebrate and perform in behalf of the corporation acts and agreements of any kind or description, specifically to receive or lend money, -----

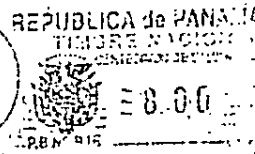
FILED

with or without collateral; to purchase products, merchandise, values, shares of stock, real or personal properties either for cash or on installments, to open and close branches in any part of the world, to pledge or to mortgage the real or personal property of the Corporation to guarantee the liabilities of the corporation and third parties and to transfer the same in trust, to sell all or part of the real or personal properties and any other properties of the Corporation; to demand, collect and receive any amount of money that in any concept should be paid or given in any title to the corporation, to issue the corresponding receipt; to open or close current and saving bank accounts of any nature with any bank or banks, to withdraw funds from said accounts and to determine the other person or persons that shall be authorized to do so, and to establish rules for the operation of said account; to make deposits in said accounts and to endorse checks payable to the corporation; to buy or rent one or several safe deposit boxes for the corporation, in any institution that offers this service and according to the regulations of said institution, to have access to the same; to withdraw and to extend drafts, promissory notes and acceptances; to exercise the representation of the corporation before the judicial, politics and executive authorities of any country of the world, with authority likewise to exercise said representation in the name of this corporation, having power to desist or covenant the claims, lend admissions, settle litigations, submit them to arbitration, to request the suspension of payments, to be present in insolvency proceedings or bankruptcy and all the more necessary; to confer, substitute and to grant power with all or part of the faculties contained in the present power, revoking in any time the powers and substitutions that may be granted; to celebrate and carry on any personal, commercial, industrial and manufacturing agreement, be it ownership or of administration, necessary or convenient to carry on business or purposes of the corporation, although is not specified, executing and subscribing any public or private documents, that may be request to the exercise of all the rights appointed in this power, and any other which may deem necessary for the extensive and total representation of the corporation in any country of the world, being the rights enumerated explanatory, but without limitation. -----

TENTH: The Corporation will have its domicile in Panama City, Republic of Panama, but may establish businesses and branches, keep the accounting, the records and assets anywhere in the world. -----

ELEVENTH: The name of the Resident Agent for the Corporation is the law firm **MATA & PITTI**, located at Advanced Tower Building, First floor, Ricardo Arias Street, Panama City, Republic of Panama. -----

TWELFTH: Meetings of Shareholders and of the Board of Directors may be held in any country, outside the Republic of Panama. Statements of Accounts and other financial statements will be prepared whenever the Board of Directors decides it. Any formality will be omitted when calling for a meeting whenever all of the



NOTARIA DUODÉCIMA DEL CIRCUITO DE PANAMA

Corporation's shareholders attend on his own or by proxy to a meeting. Shareholders may evidence their condition by means of a certificate issued by the banking or financial institution, approved by the Directors; to keep in trust such certificates.

In witness whereof, we hereby sign and execute these Articles of Incorporation in the City of Panama, Republic of Panama, on August 4th, 2015.

(Sgd) JOSE FRANCISCO CASTRELLON – ZULEYKA ALEMAN CALDERON

This minutes has been countersigned by the law firm MATA & PITTI, who accept the designation as Registered Agent of the Corporation.

(Sgd) By: MATA & PITTI – JUAN CARLOS MATA

Concuerda con su original esta copia que expido, sello y firmo en la Ciudad de Panamá, República de Panamá, a los cuatro (4) días del mes de Agosto del dos mil quince (2015).



Licda. Norma Marlenis Velasco
Notaria Pública Duodécima

CONSULAR STATE
TALLAHASSEE, FLORIDA

2015 FEB 11 A 10:20

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TRANSLATION

PUBLIC REGISTRY OF PANAMA
SIGNED BY: EDUARDO ANTONIO
ROBINSON ORELLANA
DATE: 2015.08.06 13:54:01 - 05:00
REASON: PUBLIC REQUEST
LOCATION: PANAMA, PANAMA

No. 291704

CERTIFICATE OF LEGAL ENTITY

UPON THE REQUEST

343497/2015 (0) DATED 06/08/2015

THAT THE CORPORATION

GRUPO RODO INVERSIONES S.A.

TYPE OF COMPANY: CORPORATION

HAS BEEN RECORDED IN (MERCANTILE) FOLIO No. 155609413 SINCE THURSDAY, AUGUST 6TH, 2015.

THAT THE CORPORATION IS IN FORCE

- THAT ITS POSITIONS ARE:

DIRECTOR / PRESIDENT: OSCARINA MAGALYS DOUPOVEC LONGART

TREASURER: OSCARINA MAGALYS DOUPOVEC LONGART

DIRECTOR / SECRETARY: ALFREDO RAFAEL ROJAS CALDERON

DIRECTOR: OSCAR JOSE DOUPOVEC LONGART

RESIDENT AGENT: MATA & PITTI

SUSCRIBER: JOSE FRANCISCO CASTRELLON

SUSCRIBER: ZULEYKA ALEMAN CALDERON

- THAT THE LEGAL REPRESENTATION WILL BE EXERCISED BY:

THE LEGAL REPRESENTATIVE OF THE CORPORATION SHALL BE THE PRESIDENT

- THAT ITS CAPITAL IS 30,000.00 AMERICANS DOLLARS

- DETAILS OF THE CAPITAL

THE AUTHORIZED CAPITAL OF THE CORPORATION SHALL CONSIST OF THIRTY THOUSAND DOLLARS, CURRENCY OF THE UNITED STATES OF AMERICA, DIVIDED INTO ONE HUNDRED 100 COMMON SHARES OF THREE HUNDRED DOLLARS EACH.

SHARES: NOMINATIVES

- THAT ITS DURATION IS PERPETUAL

- THAT ITS DOMICILE IS PANAMA, DISTRICT OF PANAMA, PROVINCE OF PANAMA

ISSUED IN THE PROVINCE OF PANAMA ON THURSDAY, AUGUST 6TH, 2015 AT 01:02 P.M.

NOTE: THIS CERTIFICATION PAID THE TAX STAMP WITH VALUE OF US\$ 30.00

THIS DOCUMENT HAS BEEN SIGNED WITH ELECTRONIC SIGNATURE QUALIFIED BY EDUARDO ANTONIO ROBINSON ORELLANA.

A BAR CODE APPEAR WITH THE FOLLOWING DESCRIPTION:

AUTHENTICITY OF THIS DOCUMENT CAN BE VERIFIED IN THE WEB VERIFICATION SERVICE: [HTTPS://WWW.REGISTRO-PUBLICO.GOB.PA](https://www.registro-publico.gob.pa)

ELECTRONIC IDENTIFIER: 9B997345-SA-C-46E4-ABCF-9C39E3D6BSEC
TEL: 501-6000 - 67TH STREET A EAST, VIA ESPANA, IN FRONT OF SAN FERNANDO HOSPITAL
P.O. BOX 0830 - 1596 PANAMA, REPUBLIC OF PANAMA - WWW.REGISTRO-PUBLICO.GOB.PA
PAGE 1 OF 1

APOSTILLE
(THE HAGUE CONVENTION OF OCTOBER 5, 1961)

1. Country Panama, The present public document
2. Has been signed by: EDUARDO ROBINSON
3. Acting in the capacity of: REGISTRAR
4. Bears the seal / stamp of: 30

CERTIFIED

2019 FEB 11 A 10:28
TALLAHASSEE, FLORIDA
NOTARY PUBLIC

FILED

5. In Panama
6. On August 07th, 2015
7. By: Administrative Management
8. Under Number: 48,240
9. Seal/Stamp: 2
10. Signature: MIGDALIA DE COTO



NOTE: THERE IS A ROUND STAMP ON APOSTILLE, READS: REPUBLIC OF PANAMA, TREASURY DEPARTMENT,
MINISTRY OF GOVERNMENT AND JUSTICE.

THE UNDERSIGNED, LOURDES PITTI DE MATA, AUTHORIZED PUBLIC TRANSLATOR, WITH RESOLUTION NO.
33, OF MARCH 8TH, 1984, HEREBY CERTIFIES THAT THIS IS A TRUE AND FAITHFUL TRANSLATION INTO
ENGLISH LANGUAGE OF THE ORIGINAL DOCUMENT WRITTEN IN SPANISH LANGUAGE.
PANAMA, AUGUST 07th, 2015.


LOURDES PITTI DE MATA

Cédula 4-102-985
Traductora Pública Autorizada
Resolución N° 33 del 8 de marzo de 1984

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2019 FEB 11 A 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA