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318A00026497

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 2, 2019

ROGER LOPEZ
BENTLEY INVESTMENT GROUP
1555 BONAVENTURE BLVD. #194
WESTON, FL 33326

SUBJECT: COLOR EXACTO 2015, C.A.
Ref. Number: W18000110557

We have received your document for COLOR EXACTO 2015, C.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.

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.

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 (805) 245-6000.

Brenda L Vorisek
Director

Letter Number: 318A00026497

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: COLOR EXACTO 2015, C.A., CORP
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:

ROGER LOPEZ
Name of Person

BENTLEY INVESTMENT GROUP
Firm/Company

1555 BONAVENTURE BLVD #194
Address

WESTON FL 33326
City/State and Zip code

ROGERL@NENGLANDINC.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

ROGER LOPEZ at (954) 9548012747
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

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. COLOR EXACTO 2015, C.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. CARACAS, VENEZUELA
(State or country under the law of which it is incorporated)

3. APPLIED FOR
(FEI number, if applicable)

4. 08/18/2015
(Date of incorporation)

5. 50 YEARS
(Date of duration, if other than perpetual)

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

7. 10132 NW ,7TH ST, UNIT 209, MIAMI FL 33172
(Principal office address)

10132 NW, 7TH ST, UNIT 209, MIAMI FL 33172
(Current mailing address, if different)

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

Name: ROGER LOPEZ

Office Address: 1555 BONAVENTURE BLVD #194

WESTON, Florida 33326
(City) (Zip code)

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TALLAHASSEE, FL

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: Arístides Suárez

Address: 10132 NW, 7TH ST, Unit 209, Miami Florida FL33172

Vice Chairman: Tarsicio Suárez

Address: 10132 NW, 7TH ST, Unit 209, Miami Florida FL33172

Director: ---

Address: ---

Director: ---

Address: ---

B. OFFICERS

President: Arístides Suárez

Address: 10132 NW, 7TH ST, Unit 209, Miami Florida FL33172

Vice President: Tarsicio Suárez

Address: 10132 NW, 7TH ST, Unit 209, Miami Florida FL33172

Secretary: Tarsicio Suárez

Address: 10132 NW, 7TH ST, Unit 209, Miami Florida FL33172

Treasurer: Tarsicio Suárez

Address: 10132 NW, 7TH ST, Unit 209, Miami Florida FL33172

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. Arístides Suárez, President and Chairman

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

REPUBLICA BOLIVARIANA DE VENEZUELA

SENIAT

SERVICIO NACIONAL INTEGRADO DE ADMINISTRACIÓN ADUANERA Y TRIBUTARIA

CERTIFICADO N°: 1552962

CERTIFICADO ELECTRÓNICO DE RECEPCIÓN DE DECLARACIÓN DE INFORMACIÓN RELATIVA A LA PRINCIPAL ACTIVIDAD ECONÓMICA

El Jefe de la Oficina de Estadisticas y Estudios Económicos, Aduaneros y Tributarios del Servicio Nacional Integrado de Administración Aduanera y Tributaria SENIAT, de conformidad con lo dispuesto en el artículo 138 del Código Orgánico Tributario, certifica la recepción de la información suministrada sobre la principal actividad económica correspondiente al contribuyente COLOR EXACTO 2015 CA, RIF J406418234 procesada via Internet en fecha 19/08/2015.

Igualmente certifica que, de acuerdo a la información suministrada por Usted, el Código de Actividad contribuyente arriba mencionado es 4663, correspondiente a la actividad: VENTA AL POR MAYOR DE MATERIALES DE CONSTRUCCION, ARTICULOS DE FERRETERIA Y EQUIPO Y MATERIALES DE FONTANERIA Y CALEFACCION.

NOTAS:

1. **"La información suministrada en el presente certificado estará sujeta a revisión por parte de la Administración Tributaria, y en caso de comprobarse que sea errónea o falsa estará sujeta a sanción según lo establecido en el art 100 numeral 3 del Código Orgánico Tributario".**

CERTIFICADO ELECTRONICO DE SOLVENCIA LABORAL

El Ministerio del Poder Popular para el Proceso Social de Trabajo (MPPPST), hace constar que para la fecha 21 de enero del 2019 y hora 09:14:34 AM de la consulta electrónica efectuada, la entidad de trabajo **COLOR EXACTO 2015 CA,** , cuyo Registro de Información Fiscal es **J406418234**, domiciliada en el Estado **MIRANDA**, Municipio **SUCRE**, Parroquia **PETARE** , representada por el ciudadano(a) **Rafael Lozano** , titular de la cédula de identidad N°: **V-7683876** y debidamente inscrita ante el Registro Nacional de Entidades de Trabajo, se encuentra:

SOLVENTE

La solvencia laboral es un certificado electrónico emanado del Ministerio del Poder Popular para el Proceso Social de Trabajo, que certifica que la Entidad de Trabajo se encuentra **Solvente** con los organismos encargados de verificar el cumplimiento de las obligaciones en materia laboral y de seguridad social, el cual constituye un requisito imprescindible para celebrar contratos, convenios y acuerdos.

La validez y vigencia del presente certificado electrónico debe comprobarse a través de la página oficial de internet del Ministerio del Poder Popular para el Proceso Social de Trabajo: www.mpppst.gob.ve utilizando el siguiente código de verificación: **BZWZUXJR1K** fecha de impresión del certificado: 21-01-2019

I, Daniel Andrés Di Bartolomeo Viloria, the undersigned, bearer of the Identity Card Number V-17.034.327, a certified Public Interpreter in and for the Bolivarian Republic of Venezuela in the English language, as evidenced by the license published in the Official Gazette N° 40.037 dated October 26th 2012, and registered in the Main Office of the Public Registry of the Capital District under N° 121, Folio 121, Volume 43, on March 28th 2012, and registered in the First Court of the Iribarren Municipality of the State of Lara on June 25th 2012, do hereby certify: that the following is a true and faithful translation into English of the attached document written in Spanish, which I have been asked to translate. ----------- Bolivarian Republic of Venezuela – Ministry of People's Power of Interior Relations and Justice. Autonomous Service of Registries and Notaries. Second Commercial Registry of the Capital District. CR N° 221. 205th and 156th. Municipality of Libertador, August, 18th of 2015. Having been presented the aforementioned document and has met the legal requirements registered in the Commercial Registry together with the presented document, fix it, and publish it the respective file: make a file of the Articles of Association and other joined documents. Issue the copy of publication. The preceding document was drafted by Attorney SILVESTRE ORTIZ CORDOVA, IPSA N° 22749, there is registered in the Commercial Registry under N° 20, Volume 258-A SDO. Paid rights: Bs. 2.683,00 CR, according to Form N° 22100446851, Bank N° 611300801 for Bs. 15.225,00. The identification was made as it follows: SILVESTRE ORTIZ CORDOVA, bearer of the Venezuelan ID N° 5.976.437. Reviewing Attorney: Eleixed Gonzalez Marquez. Second Deputy Second Commercial Registrar. SGD. Attorney Ever Enrique Reyes Pineda. This folio belongs to: COLOR EXACTO 2015 C.A. File Number: 221-53403. CONST. ---------- (Next Page) (Signed Illegible) Silvestre Ortiz Cordova – I.P.S.A. N° 22.749. Constituent Documents and Articles of Association of the Company COLOR EXACTO 2015 C.A. ----- We, PINTURAS Y SERVICIOS AUTOMOTRICES LA FLORIDA C.A., registered in the Fifth Commercial Registry of the Judicial Circumscription of the Capital District and the State of Miranda, under the N° 11, Volume 14-A, on February, 13th of 2013, domiciled at Avenida Juan Bautista Arismendi (Antigua Avenida Avila), Centro Comercial N° 1, Urbanizacion La Florida, Caracas, Capital District, Autonomous Municipality of Libertador, represented in this act by the citizens: RAFAEL ANGEL LOZANO PIZZANO, Venezuelan, of legal age, of this domicile, bearer of the Venezuelan ID N° V-7.683.876 and Aleida Delfina Diaz Luque, Venezuelan, single, bearer of the Venezuelan ID N° V-8.050.879 in their capacity as General Director and Director, respectively, of the aforementioned Company; the citizen ALEIDA DELFINA DIAZ LUQUE, Venezuelan, single, bearer of the Venezuelan ID N° V-8.050.879 and DANIEL ANDRES LOZANO GALVAN, Venezuelan, single, born in Caracas, Capital District, bearer of the Venezuelan ID N° V-23.707.568, respectively, both acting in their own names, we hereby declare: That we have agreed to constitute a Company, as in effect we do, that shall be governed by the following clauses which has been widely drafted to serve such as Articles of Incorporation,

so that: FIRST: DENOMINATION: The Company will be called "COLOR EXACTO 2015 C.A.". SECOND: DOMICILE. The Company will be located in Calle E de Boleita --------- (Next Page) Norte, Edificio Spefar, Urbanizacion Boleita, Caracas, Municipality of Sucre, State of Miranda, being able to set other agencies in other places of the Republic of Venezuela or abroad. THIRD: DURATION. The duration of the Company will be of Fifty (50) years counted from the date of its registration in the Commercial Registry. FOURTH: OBJECT: The object of the company will be: the accomplishment of all activity of legal commerce that was agreed by the Assembly of Shareholders, the purchase, sale, import, export, manufacture, commercialization, and wholesale and retail distribution of articles of hardware, paints, lacquers and varnishes and everything related to the industrial, in all its types and presentations, as well as inks, backgrounds, transparencies, solvents, s forgotten, silicon-based materials in any of its presentations, putty strips, paper rolls, textile cloths, paper and abrasive sandpaper in all its presentations as well as equipment and mechanical and electrical devices for its application can also buy, sell, import, export and distribute all the raw material necessary for the development of the products mentioned above; also products and sub products such as oil for gasoline combustion engines, diesel, oils for gearboxes in general, transmission oils, lubricants, additives, greases, new and used batteries, equipment, tools and machinery for brass workshops and painting in general, and any other licit business whether civil, commercial, industrial, or of any other nature without this implying any limitation whatsoever to the broad meaning and may thus contract with natural and legal persons the exploitation of any act of licit trade related to the main object, the exploitation of all those branches that are directly or indirectly related to those already indicated, without any limitation --

(Next Page) FIFTH: SHARE CAPITAL. The Share Capital of the Company is of One Million Five Hundred Thousand Bolivars (Bs. 1,500,000.00) divided in One thousand five hundred shares (1,500) shares of One thousand bolivars (Bs. 1,000) each one, of par value, non-convertible to holder. Such share Capital has been fully subscribed and paid in its wholly by the shareholders as it follows: PINTURAS Y SERVICIOS AUTOMOTRICES LA FLORIDA C.A., subscribes and pays the amount of One thousand and two hundred (1,200) shares with a value of one million two hundred thousand bolivars (Bs. 1,200,000.00); ALEIDA DELFINA DIAZ LUQUE, subscribes and pays the amount of two hundred twenty-five shares (225) with a value of two hundred twenty-five thousand bolivars (Bs. 225,000.00), and DANIEL ANDRES LOZANO GALVAN, subscribes and pays the amount of seventy-five shares (75) with a value of seventy-five thousand bolivars (Bs. 75,000.00) such share capital has been fully paid as it is evident in the inventory herein attached. SIXTH: CAPITAL INCREASE: In case of a Capital Increase, the shareholder has the right of first refusal to subscribe the shares issued according to the amount of shares that already they own. The same preference shall be observed when any of the shareholders wishes to sell its shares, in which case it shall offer them in writing to the other shareholders, who shall have a period of thirty (30) days after receiving the communication to make the option effective. If, after the expiration of the period of time, the offeror does not receive any response, it is free to offer its shares to third parties. The sale price of the shares shall be based on the last balance sheet of the company, regardless of the greater value that a third party not a shareholder of the Company may offer for the same. SEVENTH: ASSEMBLIES. The Assemblies of Shareholder will be Ordinary and Extraordinary. The decisions adopted in the legally constituted Assemblies shall be binding on all shareholders, whether or not they have attended them. EIGHTH: ORDINARIES ASSEMBLIES. The Ordinaries Assemblies will be gathered ----------------------------------

(Next Page) once a year in Caracas within the first three (3) months next to the end of the Fiscal Year, on the date and time fixed by the Administrators after a call that has to be published in a national press with, at least, five (5) days in-advance. The Assembly will be legally constituted when there is represented the fifty-one per cent (51%) of the Share Capital, having one (1) vote for each share. The summons may be dispensed with when the entire share capital is present or represented for both Ordinary and Extraordinary Meetings. NINTH: EXTRAORDINARIES ASSEMBLIES. The Extra-ordinaries Assemblies shall meet whenever the directors deem it necessary or when requested by a number of shareholders representing at least twenty percent (20%) of the Share Capital of the Company and in its call the same rules established for the ordinary Assemblies mentioned above shall be applied. TENTH: ASSEMBLIES' POWER. The General Ordinary Assembly of Shareholders, Ordinaries or Extraordinary, are the supreme body of the company and will have the broad powers and faculties, among others, to appoint and remove the Directors, the Commissioner, approval of balance sheets, modification of articles of incorporation. ELEVENTH: ADMINISTRATION: The Company will be administered by two (2) Directors, who may or may not be shareholders and shall hold office for five (5) years, may be re-elected and shall remain in office until relieved by the General Assembly of Shareholders. The Directors with the signature of one (1) either of them shall have the broadest powers of administration and disposition and shall have the following powers: buy, sell, encumber, dispose of movable and/or immovable property, dispose of, open, mobilize and close bank accounts and any other bank effect, sign ----------

(Next Page) bills of exchange, checks and other commercial and financial documents, make arrangements with any Public Body or private companies, request bank loans, buy and sell bonds of the Central Bank of Venezuela, bonds of PDVSA, SICAD, CENCOEX, or any other type, subscribe shares or participations in other commercial companies, receive money and grant the corresponding settlements, select and direct the personnel of the company, as well as fix their attributions and remunerations, except those of them that are fixed by the General Assembly of Shareholders, make bids, bids, quotations on any kind of contracts, national or international business or services with public or private entities, natural or legal persons, draw up balance sheets, general inventories, profit and loss

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date of its granting. (Signed Illegible) RAFAEL ANGEL LOZANO PIZZANO - (Signed Illegible) ALEIDA DELFINA DIAZ LUQUE By: Pinturas y Servicios Automotrices La Florida C.A. (Signed Illegible) Aleida Delfina Diaz Luque. (Signed Illegible) Daniel Andres Lozano Galvan. --

Affidavit. Pinturas y Servicios Automotrices La Florida C.A., registered in the Fifth Commercial of the Judicial Circumscription of the Capital District, under the N° 11, Volume 1589-A, on June, 1st of 2007 which last modification is filed in the Fifth Commercial Registry of the Judicial Circumscription of the Capital District, under the N° 31, Volume 14-A on February, 12th of 2013, located at Urbanizacion La Florida, Caracas, Capital District, Autonomous Municipality of Libertador, represented in this act by the citizens RAFAEL ANGEL LOZANO PIZZANO, Venezuelan of legal age, of this area, bearer of the Venezuelan ID N° V-7,683,876 and ALEIDA DELFINA DIAZ LUQUE, Venezuelan, single, bearer of the Venezuelan ID N° V-8,050,879 in their capacity as General Director and Director, respectively, of the aforementioned Company; the citizen ALEIDA DELFINA DIAZ LUQUE, Venezuelan, single, bearer of the Venezuelan ID N° V-8,050,879 and DANIEL ANDRES LOZANO GALVAN, Venezuelan, single, born in Caracas, Capital District, bearer of the Venezuelan ID N° V-23,707,568, --------------------

(Next Page) respectively, both acting in their own names, we hereby declare: According to provisions of Article 17 of the Resolution N° 150, published in the Official Gazette of the Bolivarian Republic of Venezuela, N° 39,697 of June, 16th of 2011, from the regulations for the prevention, control and supervision of operations of Capital Legitimation and financing of terrorism applicable in the offices of the Registry and Notaries of the Bolivarian Republic of Venezuela in our own name and on behalf of the Companies PAINTS AND SERVICES AUTOMOTORICES LA FLORIDA C.A. and COLOR EXACTO 2015 C.A., declare under oath: That the capitals, goods, assets, securities or titles of the legal act or business to object of the constitution of the Company COLOR EXACTO 2015 C.A.., come from lawful activities, which can be corroborated by the competent bodies and have no relation whatsoever with money, capital, goods, assets, securities or titles, which are considered products of the illicit activities or actions contemplated in the Organic Law Against Organized Crime and Financing of Terrorism and/or in the Organic Law on Drugs. Caracas, July, Thirtieth (30th) of 2015. (Signed Illegible) Fingerprints. Rafael Angel Lozano Pizzano (Signed Illegible) Fingerprints. Aleida Delfina Diaz Luque. By: Paints and Automotive Services La Florida C.A. (Signed Illegible) Aleida Delfina Diaz Luque - Fingerprints. (Signed Illegible) Daniel Andres Lozano Galvan - Fingerprints. ----------------

(Next Page) Municipality of Libertador, August, 18th of Two Thousand and Fifteen (Sgd.) SILVESTRE ORTIZ CORDOVA, Attorney EVER ENRIQUE REYES PINEDA. This certified copy of publication is issued according to Form N° 221.2015.3.6164. -------------

Affidavit of Accuracy: It is faithful translation of the original document attached, drafted in Spanish, which was committed to me at the request of the interested party, in witness

República Bolivariana de Venezuela
Daniel A. Di Bartolomeo V.
Interprete Publico en Idioma Ingles
Gaceta Oficial Nº 40.037
de la Fecha 26/10/2012

whereof I set my hand and affix my seal, in Barquisimeto, Venezuela, on the 17th day of October of the year 2018.--

Daniel Andrés Di Bartolomeo Viloria
Certified Public Interpreter
Phone: (+58)414-7992494 / (+58) 251-2547170
contacto@tutraductorlegal.com

República Bolivariana de Venezuela
Daniel A. Di Bartolomeo V.
Interprete Publico en Idioma Ingles
Gaceta Oficial Nº 40.037
de la Fecha 26/10/2012

Gaceta Oficial Nº 40.037

I, Daniel Andrés Di Bartolomeo Viloria, the undersigned, bearer of the Identity Card Number V-17.034.327, a certified Public Interpreter in and for the Bolivarian Republic of Venezuela in the English language, as evidenced by the license published in the Official Gazette Nº 40.037 dated October 26th 2012, and registered in the Main Office of the Public Registry of the Capital District under Nº 121, Folio 121, Volume 43, on March 28th 2012, and registered in the First Court of the Iribarren Municipality of the State of Lara on June 25th2012, do hereby certify that the following is a true and faithful translation into English of the attached document written in Spanish, which I have been asked to translate. ----------

Bolivarian Republic of Venezuela – Ministry of People's Power for Interior Relations and Justice. Autonomous Service of Registries and Notaries – Second Commercial Registry of the Capital District. CR Nº 221. 208th and 159th Attorney Dayana Marquina Peña, Second Commercial Registrar (D) CERTIFY That in the Commercial Registration herein transcribed as it follows whose original is registered in Volume 159-A-SDO, Number: 33, of the year of 2018, as well as the Participation, Note, and Document, are faithful to its original which has the following information: 221-53403 This folio belongs to: COLOR EXACTO 2015 C.A File Number: 221-53403. ---------------------------------

(Next Page) Citizen – Second Commercial Registrar of the Judicial Circumscription of the Capital District and the State of Miranda. Your Office. I, FRANCIS C.AREVALO GONZALEZ, Venezuelan, of legal age, single, bearer of the Venezuelan ID Nº V-18.180.363, and of this domicile, sufficiently authorized by the Company COLOR EXACTO 2015 C.A., RIF: J-406418234, registered before the Second Commercial Registry of the Judicial Circumscription of the Capital District and State of Miranda, on August, 18th of 2015 under the Nº 20, Volume 258-A-SDO, file Nº 221-53403, before you I concur to present the certification of the Minute of the General Assembly of Shareholder dated April, 23rd of 2018 with the following agenda: 1) Expansion of the Object of the Company, 2) Restructuring of the Board of Directors, 3) Appointment of the General Manager, 4) Modification of Clauses Fourth, Eleventh, and Seventeenth, of the Articles of Incorporation. In Caracas, on the date of its registration (Signed Illegible) Francis C. Arevalo Gonzalez – V-18.180.363---

(Next Page) Bolivarian Republic of Venezuela – Ministry of People's Power of Interior Relations and Justice. Autonomous Service of Registries and Notaries. Second Commercial Registry of the Capital District. CR Nº 221. 208th and 159th. Municipality of Libertador, July, 4th of 2018. Having been presented the aforementioned document by its SIGNATOR for its registration in the Commercial Registry, fixation, and publication, doing it accordingly and added to the original file of the Company together with the documents presented. Issue the copy of publication The preceding document was drafted by Attorney ROSA VIRGINIA MORILLO APONTE, IPSA Nº 211672, there is registered in the Commercial Registry under Nº 33, Volume 159-A SDO, Paid rights: Bs. 463.200.00 according to Form Nº 22100614061, 22100615925, Bank Nº 96167123 for Bs. 1.800.00, The identification was made as it follows: FRANCIS CAROLINA AREVALO GONZALEZ, bearer of the Venezuelan ID N° V-18.180.363. Reviewing Attorney: MARIA EVELIN GUZMAN HERRERA. Second Deputy Commercial Registrar (D) SGD. Attorney DAYANA MARQUINA PEÑA. This folio belongs to COLOR EXACTO 2015 C.A., File N° 221-53403. MOD. --

(Next Page) The undersigned, we RAFAEL ANGEL LOZANO PIZZANO and ALEIDA DELFINA DIAZ LUQUE, hereby certify that the Minute of the Assembly herein transcribed is faithful to its original which is placed on the Book of Minutes of Assemblies of the aforementioned Company with the following information: Today, April, 23rd of 2018, gathered in the Company COLOR EXACTO 2015 C.A., RIF: J-406418234, registered before the Second Commercial Registry of the Judicial Circumscription of the Capital District and State of Miranda, on August, 18th of 2015 under the N° 20, Volume: 258-A-SDO, File N° 221-53403, at 09:00 a.m., without the need to call because there are present the citizens RAFAEL ANGEL LOZANO PIZZANO, Venezuelan, of legal age, of this domicile, bearer of the Venezuelan ID N° V-7.683.876, owner of 29.500 shares, ALEIDA DELFINA DIAZ LUQUE, Venezuelan, of legal age, single, bearer of the Venezuelan ID N° 8.050.879, of this domicile, owner of 110.625 shares in their capacities as General Director and Director, respectively, of the aforementioned Company, and DANIEL ANDRES LOZANO GALVAN, Venezuelan, of legal age, single, bearer of the Venezuelan ID N° V-23.707.568, owner of 7.375 shares represented in this act by the citizen RAFAEL ANGEL LOZANO PIZZANO, previously identified, according in the Proxy notarized before the Fourth Public Notary of Caracas, Municipality of Libertador, inserted under the Number 25, Volume 184, Folios 99 to 102, in the Books kept by the Notary, on August, 22nd of 2017, where is attached this Minute; shareholders of the Company COLOR EXACTO 2015 C.A., hence wholly represented its Share Capital, there was constituted the General Extraordinary Assembly of Shareholders with the following agenda: 1) Expansion of the Object of the Company, 2) Restructuring of the Board of Directors, 3) Appointment of the General Manager, 4) Modification of Clauses Fourth, Eleventh, and Seventeenth, of the Articles of Incorporation. Following it was discussed the FIRST TOPIC: Explains the expansion of activities to provide for the growth and development of the Company, it is proposed to expand the object so: the accomplishment of all activity of legal commerce that was agreed by the Assembly of Shareholders, the purchase, sale, import, export, manufacture. --

(Next Page) commercialization, and wholesale and retail distribution of articles of hardware, paints, lacquers and varnishes and everything related to the industrial, in all its types and presentations, as well as inks, backgrounds, transparencies, solvents, s forgotten, silicon-based materials in any of its presentations, putty strips, paper rolls, textile cloths, paper and abrasive sandpaper in all its presentations as well as equipment and mechanical and electrical devices for its application can also buy, sell, import, export and distribute all the raw material necessary for the development of the products mentioned above: also products and sub products such as: oil for gasoline combustion engines, diesel, oils for gearboxes in general, transmission oils, lubricants, additives, greases, new and used batteries, equipment, tools and machinery for brass workshops and painting in general, and any other licit business whether civil, commercial, industrial, or of any other nature without this implying any limitation whatsoever to the broad meaning and may thus contract with natural and legal persons the exploitation of any act of licit trade related to the main object, the exploitation of all those branches that are directly or indirectly related to those already indicated, without any limitation. Following this, it was discussed the SECOND TOPIC: Takes the floor RAFAEL ANGEL LOZANO PIZZANO, proposes the creation of the position of General Administrator to exercise the Administration and Direction of the Company, jointly or separately, with the already existing members, what after having been debated was approved by a unanimity. THIRD TOPIC: The shareholder RAFAEL ANGEL LOZANO PIZZANO proposes to the citizen ARISTIDES JESUS SUAREZ SILVA, Venezuelan, of legal age, single, bearer of the Venezuelan ID N° V-11.150.733 and of this domicile, to hold the office of General Administrator, which was unanimously approved.

FOURTH TOPIC: From the agenda and in this sense as a result of the decision taken the following clause was modified: OBJECT: The object of the Company will be the performance of all legal trading activity that was agreed by the Shareholder Assembly the purchase, sale, import, the accomplishment of all activity of legal commerce that was agreed by the Assembly of Shareholders, the purchase, sale, ----------------------------------

(Next Page) import, export, manufacture, commercialization, and wholesale and retail distribution of articles of hardware, paints, lacquers and varnishes and everything related to the industrial, in all its types and presentations, as well as inks, backgrounds, transparencies, solvents, s forgotten, silicon-based materials in any of its presentations, putty strips, paper rolls, textile cloths, paper and abrasive sandpaper in all its presentations as well as equipment and mechanical and electrical devices for its application can also buy, sell, import, export and distribute all the raw material necessary for the development of the products mentioned above: also products and sub products such as: oil for gasoline combustion engines, diesel, oils for gearboxes in general, transmission oils, lubricants, additives, greases, new and used batteries, equipment, tools and machinery for brass workshops and painting in general, and any other licit business whether civil, commercial, industrial, or of any other nature without this implying any limitation whatsoever to the broad meaning and may thus contract with natural and legal persons the exploitation of any act of licit trade related to the main object, the exploitation of all those branches that are directly or indirectly related to those already indicated, without any limitation. ELEVENTH: ADMINISTRATION: The Company will be administered by two (02) directors and one (01) General Administrator.

Whoever may or may not be shareholders and shall hold office for five (05) years, and shall hold office for five (05) years, may be re-elected and shall remain in office until relieved by the General Assembly of Shareholders. The Directors and the General Administrator with the signature of one (01) may act separately in the following transactions: 1) represent the Company judicially and extra-judicially and may constitute judicial agents for the adequate representation of the Company, being authorized to agree, desist, compromise, and engage in arbitrators of law. 2) Appointing, hiring, and removing employees and determining staff remuneration. 3) Resolve on the celebration of all contract acts in which the company has an interest. 4) To enter into all types of contracts and establish their modalities, which may be entered into with all types of public and private bodies. 5) To comply with and enforce the decisions and agreements of the General Assembly of Shareholders. 6) To grant, request, contract and mobilize loans of any nature and bank credits, to open and close bank accounts. 7) To issue, accept, endorse, guarantee, discount and protest bills of exchange, cheques, promissory notes and other commercial papers. The Directors shall be able to act jointly or separately to: 1) Execute operations that ---

(Next Page) correspond to the object of the company, with powers to buy, sell, and in any way dispose of movable, immovable or immovable property, constitute pledges, mortgages and other encumbrances. 2) To convene and preside over the Assemblies of Shareholders. 3) To decide on the acquisition of movable or immovable property. 4) To dispose of the corporate assets and to bind the Company, and to exercise any other function assigned to it by this document or by the Commercial Code, to represent the Company and to bind it by its own signature within the limits established by this constitutional document or by the Assembly of Shareholders. The Directors shall deposit the amount of five (05) shares in the share fund of the Company according to provisions of Article 244 of the Commercial Code. SEVENTEENTH: FINAL PROVISIONS. The following appointments were made: DIRECTORS: RAFAEL ANGEL LOZANO PIZZANO and ALEIDA DELFINA DIAZ LUQUE and as GENERAL ADMINISTRATOR to the citizen ARISTIDES JESUS SUAREZ SILVA, who according to provisions of Article 244 of the Commercial Code deposits the amount of five (05) shares each one. Likewise, there is appointed as Commissioner the citizen: HURIS YONAHIR CATARI HERNANDEZ, Public Accountant registered in the Professional Association of Public Accountants of the State of Lara, under the number 39.892.There is authorized FRANCIS C. AREVALO GONZALEZ, bearer of the Venezuelan ID N° V-18.180.363 to present this Minute of Assembly in the corresponding Commercial Registry to met legal requirements of registration. It was read and they signed in agreement. In Caracas, on the date of its presentation (Signed Illegible) Rafael Angel Lozano Pizzano (Sgd.) (Signed Illegible) Aleida D. Diaz Luque (Sgd.) (Signed Illegible) Aristides J. Suarez Silva (Sgd.) --------------
(Next Page) The Municipality of Libertador, July, 4th of Two Thousand and Eighteen (Sgd.) FRANCIS CAROLINA AREVALO GONZALEZ. Attorney DAYANA

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TRANSLATION OFFICE
MANUEL CEDEÑO CARPIO
LEGAL TRANSLATOR

I, **MANUEL CEDEÑO CARPIO**, of Venezuelan nationality, of legal age, domiciled and practicing in this [illegible] Caracas, Venezuela, bearer of Identity Card N° [illegible] and Credential N° [illegible], a **LEGAL TRANSLATOR** in the English Language to the Bolivarian Republic of Venezuela, as it is evidenced from Diploma conferred upon me dated October 4, 1999; Diploma which was registered with the Main Public Registry Office of the Capital District under N° 145, folio 145, Volume [illegible], [illegible] quarter, on December 6, 1999; also registered with the Sixth Court of First Instance in Civil, Mercantile and Transit Matters of the Judicial Circuit of the Metropolitan Area of Caracas under N° [illegible], in the corresponding Book on February 1, 2000, and published in Official Gazette N° 37.119 on Monday, January 15, 2001, under penalty of perjury, do hereby **CERTIFY:** that according to the above identified Diploma I am duly authorized to translate and certify translations of all types of documents; and that the Document [illegible], written in Spanish, has been submitted to me for translation, and that the following is a true English version thereof:

Bolivarian Government of Venezuela

Ministry of the People's Power for the Social Process of Work

INTERPRETE PUBLICO DE LA REPUBLICA BOLIVARIANA DE VENEZUELA CREDENCIAL N° 03-... MANUEL CEDEÑO CARPIO

ELECTRONIC LABOR SOLVENCY CERTIFICATE

The Ministry of the People's Power for the Social Work Process (MPPPST in its Spanish acronym), herein certifies that for the date January 21st, 2019 and at ... AM of the electronic query made, the working entity **COLOR EXACTO 2015 C.A.**, whose Tax Information Registry is **J406418234**, domiciled in the State of ... , SUCRE Municipality, PETARE Parish, represented by ... Mr. Rafael Lozano, holder of the Identity Card N°: V-7683876 and duly registered with the National Registry of Entities of Work, is:

SOLVENT

The labor solvency is an electronic certificate issued by the Ministry of the People's Power for the Social Work Process, which certifies that the Labor ... is Solvent with the bodies responsible for verifying compliance with labor and social security obligations, which is an essential requirement to enter into contracts, covenants and agreements.

The validity of this electronic certificate must be verified through the official website of the Ministry of

The People's Power for the Social Work fro[illegible]
[illegible].gob.ve using the following verification
BZWZUXJR1K certificate printing date: 01-21-2019.

I HEREBY CERTIFY that to the best of my knowledge and belief, the foregoing is a true, exact and complete translation of the attached document, which I have done upon request of interested party for legal purposes pertaining thereto **IN WITNESS WHEREOF** I have hereto set my hand and affixed my seal in Caracas, on this 28th day of the month of January of year 2019.

MANUEL CEDEÑO CARPIO
LEGAL TRANSLATOR

ESTADO LARA

Registro Único de Actuación Profesional

N°:

El Colegio de Contadores Públicos del ESTADO LARA, cumpliendo con los artículos 4, 5 y 6 del Reglamento de Protección de Ejercicio Profesional, ha realizado el Registro de una Actuación Profesional al Contador Público Colegiado identificado en este documento.

La Federación de Colegios de Contadores Públicos de Venezuela y el Colegio de Contadores Públicos del ESTADO LARA cumpliendo con el artículo 19 del Reglamento de Protección de Ejercicio Profesional valida y confirma que dicha actuación profesional está debidamente registrada en la base de datos nacional, mediante el uso de la plataforma virtual del Registro Único de Actuación Profesional **(RUAP)**, bajo los siguientes datos:

Contador Público Colegiado Actuante: Lcdo(a). HURIS YONAHIR CATARI HERNANDEZ, **Nro. C.P.C:** 36892 y Titular de la **Cédula de Identidad Nro.:** V-11263059

Destinatario de Actuación: COLOR EXACTO 2015. C.A.
Cédula/RIF: J-406418234

Tipo de Actuación: COMISARIOS
Monto de la Actuación: Bs. 0
Nro. de Hoja de Seguridad utilizada: @VE-12415782,
Fecha del Registro: 21-01-2019 03:04:28 PM

Este documento digital, representa protección profesional al Contador Publico Colegiado y seguridad para el usuario de la información financiera pudiendo el tercero interesado, verificar la autenticidad de este registro mediante el código QR o a través de la siguiente URL:
https://fccpvirtual.com.ve/site/verificar...

EVALUACION DE LAS OPERACIONES ECONOMICA FINANCIERAS.

En relación de la Evaluación de las operaciones Económica-Financieras, se indica que la empresa realizo movimientos con gran materialidad, ya que fue un año con funcionalidad plena de sus actividades operativas.

Como punto importante al análisis efectuado a las operaciones Económico Financieras es necesario destacar que de acuerdo a la sección 31 de *VEN NIF-PYME* publicados por la Federación de Colegios de Contadores Públicos de Venezuela, la elaboración y presentación de los Estados Financieros de todas las Empresas de cualquier ramo y naturaleza deben estar ajustados y por efectos de la Inflación.

Considerando que la información proporcionada por los Estados Financieros a valores Históricos, no es adecuada para la Gestión Empresarial en aspectos tan diversos como la evaluación de proyectos, la elaboración de Presupuestos, las oportunidades de inversión y el pago de dividendos que no descapitalicen a la organización.

DENUNCIA DE LOS ACCIONISTAS

En relación con el *Artículo 310 del Código de Comercio Vigente "La acción contra los administradores por hechos que sean responsables compete a la asamblea, que la ejerce por medio de los comisarios o de personas que nombre especialmente al efecto*

Todo accionista tiene, sin embargo, el derecho de denunciar a los comisarios los hechos de los administradores que crea censurables, y los comisarios deben hacer constar que han recibido la denuncia, en su informe a la asamblea. Cuando la denuncia sea hecha por un número de socios que represente por lo menos la décima parte del capital social, deben los comisarios informar sobre los hechos denunciados.

La representación del décimo se comprueba con el depósito de las acciones por los mismos comisarios, u otra persona notoriamente abonada a juicio de los comisarios. Las acciones permanecen depositadas hasta que se haya verificado la próxima asamblea.

Si los comisarios reputan fundado y urgente el reclamo de los accionistas que representan el décimo del capital social, deben convocar inmediatamente a una asamblea que decidirá siempre sobre el reclamo."

Durante el periodo examinado no se recibieron denuncias de ningún tipo por parte de los Accionistas de la sociedad, ni se evidencia en las revisiones efectuadas a los Libros ningún aspecto significativo que merezca ser incluido en el presente informe.

RECOMENDACIONES

En base a lo antes expuesto y considerando la labor cumplida por los Directivos de la empresa. Durante el Periodo culminado al 30/09/2018, nos permitimos recomendar a los Ustedes en esta Asamblea, lo siguiente:

- Que sean aprobados los Estados Financieros del periodo presentado
- Que sea aprobada la memoria y cuenta sobre la gestión administrativa
- Que los Estados Financieros La Empresa se presenten actualizados y requeridos por la Sección 31 de Ven Nif-Pyme, emitida por la Federación de Colegios de Contadores Públicos de Venezuela. Por lo tanto los Estados Financieros reconocerán los efectos de la Inflación como lo requieren los Principios de Contabilidad de Aceptación General. La falta de reconocimiento de los efectos de la inflación, debido a la antigüedad de los activos, a la inversión de los accionistas a la posición monetaria neta promedio mantenida durante el periodo, son importantes, y puede modificar substancialmente las cifras Históricas Presentadas

N° @VE 12415782

Tipo de Actuación: COMISARIOS monto Bs. 0
COLOR EXACTO 2015, C.A.
HOJA N° @VE 12415782
YONAHIR CATARI HERNANDEZ
21 de Enero de 2019

Lcda. Huris Y. Catari H.
Comisario Principal
R.I.F. V-11263059-3

Barquisimeto, 21 de enero de 2018

Dirigido a:
A LA ASAMBLEA EXTRAORDINARIA DE ACCIONISTAS DE COLOR EXACTO 2015, C.A.
Ciudad.-

INTRODUCCIÓN

En mi condición de Comisario Principal, de conformidad con la designación realizada en Acta constitutiva, establecido en la cláusula Décima Séptima de la Empresa *COLOR EXACTO 2015, C.A.*, de fecha 18 de agosto de 2015, y conforme a lo establecido en el artículo 287 y 311 del Código de Comercio de Venezuela, en concordancia con el artículo 12 de las Normas Interprofesionales para el Ejercicio de la Función de Comisario, y el cumplimiento de las exigencias del cargo que me fue confiado, cumplo en presentar a ustedes el informe anual, en este caso correspondiente al ejercicio terminado al 30 de septiembre del 2.018.

En el periodo, me dedique a realizar gestiones de las cuales puede obtener directamente de la administración, la información necesaria sobre las operaciones, documentación y registros que considere necesarios de examinar para el cumplimiento de mis funciones; lo que me permitió asumir, razonablemente, la construcción de un criterio en el que se fundamenta el resultado de la gestión.

Durante el periodo comprendido entre el 01-10-2017 al 30-09-2018, se realizaron Actas de Asamblea de Accionistas Extraordinarias, las cuales se detallan a continuación:

- En acta de asamblea extraordinaria protocolizada el 16/11/2017 según No 6, Tomo 285-A SDO, donde se aprueban estados financieros de los años 2015 y 2016, se realiza venta de acciones.
- En acta de asamblea extraordinaria protocolizada el 16/11/2017 según No 7, Tomo 285-A SDO, donde se realiza aumento de capital, quedando el capital social suscrito y pagado la cantidad de Bs 147.500.000,00.
- En acta de asamblea extraordinaria protocolizada el 04/07/2018 según No 33, Tomo 159-A SDO, ampliación del objeto social de la compañía, restructuracion de la Junta Directiva, nombramiento del Administrador General.
- En acta de asamblea extraordinaria protocolizada el 04/07/2018 según No 34, Tomo 159-A SDO, apertura de sucursal.

De acuerdo a las pruebas realizadas, revisión de facturas, de movimientos y libros contables, constatación de la declaración de rentas, declaraciones de Iva, declaraciones de impuestos municipales, pagos de contribuciones sociales y parafiscales como lo son: Instituto Venezolano de los Seguros Sociales (I.V.S.S.), Banco Nacional de Vivienda y Hábitat (Banavih), Instituto Nacional de Cooperación Educativa Socialista

Colegio de Contadores Públicos del ESTADO LARA
COMISARIOS
COLOR EXACTO 2015, C.A.

(Inces); Fondo Nacional de Deportes (FND) y Fondo Nacional Ciencia, y Tecnología e Innovación (Fonacit) y a lo anteriormente expuesto, se considera acertadamente positiva la gestión administrativa llevada a cabo por la Junta Directiva en el ejercicio económico que terminó el día 30 de Septiembre de 2018.

Mi función se oriento, de acuerdo a las disposiciones contenidas en el *Artículo 305 del Código de Comercio "Los comisarios presentarán el informe que explique los resultados del examen del balance y de la administración y las observaciones que este le sugera y las proposiciones que estimen convenientes, respecto a su aprobación y demás asuntos conexos"*

RESULTADO DE LA EVALUACION A LA GESTION ADMINISTRATIVA Y DE LAS OPERACIONES ECONOMICA-FINANCIERAS.

Se efectuó una evaluación general de la Gestión Administrativa llevada a cabo por la junta directiva de la empresa ***COLOR EXACTO 2015, C.A.***, durante el Periodo por el año entonces terminado al 30/09/2018, de conformidad a las Normas Vigentes contenidas en la Ley y en los Estatutos, con el objeto de conocer el desempeño integral de la compañía, con la finalidad de determinar si los resultados obtenidos responden a los objetivos y metas previstas. Para lo cual durante el periodo revisado y evaluado se efectuaron las siguientes pruebas:

- Revisión de los Estados Financieros auditados, preparados y elaborados por la Contador Público Colegiada, Lcda. Mirna J. Nelo Goméz, titular de la cédula de identidad V-11598239, inscrita en el Colegio de Contadores Públicos del Estado Lara, bajo el C.P.C N° 35.145.

- Se estuvo presente en la mayoría de las reuniones convocadas por la directiva, en las cuales se nos mantuvo informados acerca de los actos administrativos, económicos y financieros realizados por los Accionistas, permitiéndonos hacer cualquier sugerencia y análisis sobre los mismos.

- Se efectuaron revisiones a los procedimientos contables llevados a cabo por la empresa en el periodo y se constató que la empresa cumple con el principio contable de *NEGOCIO EN MARCHA*, las operaciones financieras-económicas referidas a la puesta en marcha de actividades propia de la empresa, cumplen con las reglamentaciones tributarias vigentes.

- Se chequeo el Sistema Contable utilizado por la Empresa el cual cumple con los requerimientos del Código de Comercio, el mismo, contempla los Principios de Contabilidad aceptación General *(VEN-NIF-PYME)* los cuales son aplicados sobre una base uniforme.

La presentación extemporánea antes del registro mercantil del informe de comisario y aprobación de los Estados Financieros acarrean al incumplimiento de lo establecido en el *Artículo 308 de Código de Comercio "Dentro de los diez siguientes a la aprobación del balance, presentarán una copia los administradores una copia de él y del informe de comisario, al Juez de Comercio, que lo mandará agregar al respectivo expediente"*

Considero que el ejercicio económico terminado al 30 de septiembre de 2018, representa un resultado evidente de una empresa con el principio contable de negocio en marcha. En el periodo se mantuvo solvente y honraron puntualmente los compromisos financieros y tributarios.

Ver informe del Contador Público según hoja Nº @VE 12415782

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Colegio de Contadores Públicos del ESTADO LARA
Protección de Ejercicio Profesional
Tipo de Actuación: COMISARIOS monto Bs. 0
COLOR EXACTO 2015, C.A
HOJA N° @VE 12415782
de 31 de Enero de 2019

Del Comisario: *Artículo 30 del Código de Comercio "Los comisarios nombrados conforme a lo dispuesto en el Artículo 287 tienen un derecho ilimitado de inspección y vigilancia sobre todas las operaciones de la sociedad.*

Pueden examinar los libros, la correspondencia y en general, todos los documentos de la compañía". Es importante para el cumplimiento del Código de Comercio, el poder que se le otorga al Comisario de vigilar e inspeccionar todas las operaciones de la empresa, la función del comisario es de carácter analítico de la gestión administrativa, aún cuando su labor concluye con una revisión del contenido de los Estados Financieros. Para la adecuada e idónea prestación del servicio es importante que el Comisario asista a las reuniones de los socios, la junta directiva y a su vez se establezca una rutina a fin de poder cumplir a cabalidad la gestión encomendada por la asamblea.

Atentamente

Lcda. ~~Huris Y. Catari H.~~
Contador Público Colegiado
C.P.C. No. 36.892
COMISARIO PRINCIPAL

Lcda. Huris Y. Catari H.
Contador Público
C.P.C. 36.892

Informe Comisario
Año 2018

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