

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: QUANTICA IPC 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:

BUM PARK

Name of Person

BP STRATEGIC SOLUTION, LLC

Firm/Company

11100 NW 72 TER

Address

DORAL, FL 33178

City/State and Zip code

bpark@bpstrategies.com

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

For further information concerning this matter, please call:

BUM PARK

Name of Person

at (305) 735-9250

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. QUANTICA IPC C.A. CORP

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

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

2. VENEZUELA

(State or country under the law of which it is incorporated)

3. TO BE APPLIED

(FEI number, if applicable)

4. JANUARY 15, 2018

(Date of incorporation)

5. _____

(Date of duration, if other than perpetual)

6. THE CORPORATION HAS NOT TRANSACTED BUSINESS IN FLORIDA

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

7. 8514 NW 66 STREET, MIAMI FL 33166

(Principal office address)

SAME AS PRINCIPAL OFFICE ADDRESS

(Current mailing address, if different)

FILED
2019 MAR 17 - 9 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Name: BP STRATEGIC SOLUTIONS, LLC

Office Address: 11100 NW 72 TER

DORAL, Florida 33178

(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: QUANTICA IPC, C.A.

Address: AV. PRINCIPAL CRUCE CON CALLE 4 #51-B, URB. LA CALIFORNIA

SAN JOSE DE GUANIPA, EDO. ANZOATEGUI, VENEZUELA

Director: _____

Address: _____

B. OFFICERS

President: QUANTICA IPC, C.A.

Address: AV. PRINCIPAL CRUCE CON CALLE 4 #51-B, URB. LA CALIFORNIA

SAN JOSE DE GUANIPA, EDO. ANZOATEGUI, VENEZUELA

Vice President: _____

Address: _____

Secretary: BUM PARK

Address: 11100 NW 72 TER, DORAL, FL 33178

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. BUM PARK, SECRETARY

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

FILED
2019 JUL -9 PM 4:02
TALLAHASSEE, FLORIDA



BP Strategic Solutions
Your Competitive Edge

11100 NW 72 Ter, Doral FL 33178
Ph: 305-735-9250 • Fax: 786-590-1731
E-Mail: bpark@bpstrategies.com
www.bpstrategies.com

Date: 05/01/2019

Department of State
Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

Ref: QUANTICA IPC C.A. CORP

To whom it might concern:

I respectfully submit the application by the foreign corporation QUANTICA IPC, C.A. incorporated in the Bolivarian Republic of Venezuela, for authorization to transact business in Florida.

Enclosed is the cover letter, application form, certified translation of articles of incorporation and certified translation of tax register information.

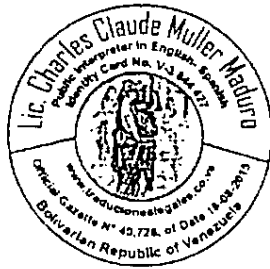
Please note that the Bolivarian Republic of Venezuela does not issue certificates of existence or certificates of good standing for entities formed under the laws of such country. The only certification showing a Corporation's active status after incorporation is by issuing and renewing tax register information (RIF) indicating a due date. In the supporting documentation provided you will find the corresponding tax register information (RIF) certificate indicating that this company Tax ID is active through April 04, 2021.

Sincerely,



Bum Park
Incorporator

FILED
2019 MAY -9 PM 4:02
RECORDS & CLERK OF STATE
TALLAHASSEE, FLORIDA



The undersigned, **Charles Muller M**, Venezuelan, of legal age, domiciled in the city of Caracas, Municipality of El Recreo, Capital District, Bolivarian Republic of Venezuela, bearer of Identity Card No. V-3.844.427; Public Interpreter in the English language title issued by the People's Ministry for Interior Relations, Justice and Peace of the Bolivarian Republic of Venezuela, registered with the Principal Registry Office of the Capital District under No. 257, Page 257, Volume 15, deposited with the 26th Municipal Court of the Metropolitan Area of Caracas, published in the 40.726 of the Official Gazette of the Bolivarian Republic of Venezuela, dated 18th of August 2015, **DO HEREBY CERTIFY**: That the attached document, written in Spanish, which has been presented to me for its translation to English, reads as follows:



The above is a verbatim translation of the attached document, made at the request of the interested party, in Caracas, Venezuela, at the fifteen (15) days of the month of March of the year two thousand nineteen (2019).



Lic. Charles Claude Muller Maduro

Public Interpreter in English- Spanish
Official Gazette N° 40.726, of Date 08-18-2015
Identity Card No. V-3.844.427





FORM N°: 201507ED000026083888

TAX INFORMATION REGISTER (RIF)

J405845562 QUANTICA IPC, C.A.

DATE OF REGISTER: 05/08/2015

FISCAL DOMICILE: FERNANDEZ PADILLA AVENUE, BETWEEN JUNIN STREETS AND
OCTOBER 18 LOCAL OFFICE NUMBER 1 SECTOR NEXT TO CARONI BANK SAN
JOSE DE GUANIPA (EL TIGRITO) ANZOATGUI. ZIP 6054

DATE OF LAST UPDATE: 04/04/2018

DUE DATE: 04/04/2021

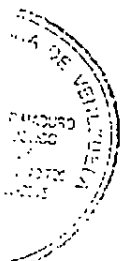
MANAGEMENT OF INTERNAL REVENUE
NOR- ORIENTAL ZONE

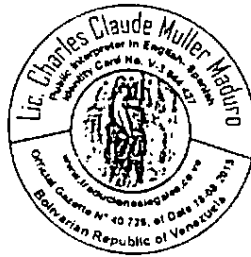
3405845562-NKQ
AUTHORIZED SIGNATURE



The condition of this taxpayer requires the retention of 75% of the tax caused, except that it incurs in the cases established for the 100% withholding.

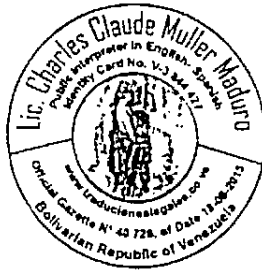
The validity of this form may be verified through www.seniat.gob.ve, Online Systems through hht Consult <option of Digital Form RIF>. It doesn't require an ink seal.



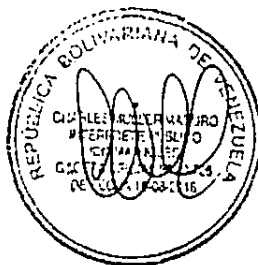


The undersigned, **Charles Muller M**, Venezuelan, of legal age, domiciled in the city of Caracas, Municipality of El Recreo, Capital District, Bolivarian Republic of Venezuela, bearer of Identity Card No. V-3.844.427; Public Interpreter in the English language title issued by the People's Ministry for Interior Relations, Justice and Peace of the Bolivarian Republic of Venezuela, registered with the Principal Registry Office of the Capital District under No. 257, Page 257, Volume 15, deposited with the 26th Municipal Court of the Metropolitan Area of Caracas, published in the 40.726 of the Official Gazette of the Bolivarian Republic of Venezuela, dated 18th of August 2015, **DO HEREBY CERTIFY**: That the attached document, written in Spanish, which has been presented to me for its translation to English, reads as follows:





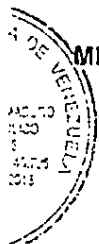
The undersigned, **Charles Muller M**, Venezuelan, of legal age, domiciled in the city of Caracas, Municipality of El Recreo, Capital District, Bolivarian Republic of Venezuela, bearer of Identity Card No. V-3.844.427; Public Interpreter in the English language title issued by the People's Ministry for Interior Relations, Justice and Peace of the Bolivarian Republic of Venezuela, registered with the Principal Registry Office of the Capital District under No. 257, Page 257, Volume 15, deposited with the 26th Municipal Court of the Metropolitan Area of Caracas, published in the 40.726 of the Official Gazette of the Bolivarian Republic of Venezuela, dated 18th of August 2015, **DO HEREBY CERTIFY:** That the attached document, written in Spanish, which has been presented to me for its translation to English, reads as follows:



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Lic. Charles Claude Muller Maduro

Public Interpreter in English-Spanish
Official Gazette N° 40.726 of Date 06-18-2015
Identity Card No. V-3844 477
DE FECHA 15-03-2019



BOLIVARIAN REPUBLIC OF VENEZUELA
MINISTRY OF THE PEOPLE'S POWER FOR INTERNAL AFFAIRS AND JUSTICE

RM No.263
205° and 156°

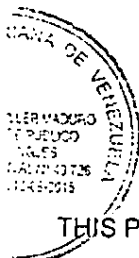
AUTONOMOUS SERVICE OF REGISTRIES AND
NOTARY OFFICES.
SECOND MERCANTILE REGISTRY OFFICE FOR THE
STATE OF ANZOÁTEGUI

lawyer HERRY RAFAEL CASTELLANO GALBAN, Mercantile Registrar

CERTIFIES

That the following entry into the Commercial Registry whose original is recorded in
Volume: 6-A RM2DOETG. Number 96 year 2015, as its participation, note and registry
of the following document which are verbatim copies of its originals, which read as
follows:

263-1517



THIS PAGE PERTAINS TO:

QUANTICA IPC, C.A.

EXPEDIENT FILE N°.263-1517



AUTONOMOUS
REGISTRY SERVICE
AND NOTARY
MINISTRY OF THE PEOPLE'S POWER
FOR INTERNAL AFFAIRS AND JUSTICE

Lawyer. Ronald Gonzalez
Bar N° No. 147.331

CITIZEN:

SECOND MERCANTILE REGISTRAR OF THE JUDICIAL CIRCUIT OF THE STATE
ANZOATEGUI.

Your Office:

I, **ROBERTO JESUS OCHOA CESAR**, Venezuelan, of legal age, of this domicile, single, holder of identity card N° V-7.684.238, Tax Registry N°. **V-7684238-4** sufficiently authorized for this act by the Articles of Incorporation and Bylaws of the company **QUANTICA IPC, C.A.**, hereby respectfully appear before you with the purpose of exposing: According to Article 215 of the Code of Commerce, I attach to this letter the Articles of Incorporation of the aforementioned company, which serve as its laws. According to the law I request of you, to order registration, fixation and corresponding publication of such, likewise I request a certified copy of this incorporation act, the document declaring its registration and a copy of the Opening Inventory are attached to this Minutes duly ink sealed

Tigre, on the date of its presentation.-

(Illegible signature)

ROBERTO JESUS OCHOA CESAR





BOLIVARIAN REPUBLIC OF VENEZUELA

MINISTRY OF THE PEOPLE'S POWER FOR INTERNAL AFFAIRS AND JUSTICE

RM No.263
205° and 156°

AUTONOMOUS SERVICE OF REGISTRIES AND
NOTARY OFFICES.
SECOND MERCANTILE REGISTRY
OF THE STATE OF ANZOÁTEGUI

Municipality Simón Rodríguez January 15 year 2018

The previous participation has been presented. According to the compliance of all the requirements demanded by the Law, record it at the Mercantile Registry together with the attached document; register the Incorporation Act and attached documents. Issue a copy of the record for publishing. The document was edited by Lawyer RONALD JESUS GONZALEZ MARCANO. Lawyers association 147331, entered at the Mercantile Register under number 96 Volume 6-A RM2DOETG, Bs 648,00 according to form RM N° 26300061963, Bank N°1262414 by BS. 40,195.00. The identification was made like this JOSE GREGORIO QUIJADA GOMEZ CARD V-11.657.094.

Revisan Laya: JOSE GREGORIO GONZALEZ RODRIGUEZ

Mercantile Registrar

Signed Lawyer HENRY RAFAEL CASTELLANO GALBAN



THIS PAGE PERTAINS TO:


QUANTICA IPC, C.A.

Expedient File number: 263-15017

CONST

Lawyer. Ronald Gonzalez






Lawyers Bar No. 47.331


I, **MARISE DEL VALLE RODRIGUEZ PINO**, Venezuelan, of legal age, of this domicile, single, holder of identity card N° **V- 13.601.081**, with RIF No. **V-13601081-2** and **ROBERTO JESUS OCHOA CESAR**, Venezuelan, of legal age, of this domicile, single, holder of identity card No. **V- 7.684.238**, with RIF No **V-7,684,238-4**, we have decided to incorporate in this act, according to Article 215 of the Code of Commerce a company in the form of a Company, named **QUANTICA IPC, CA**, which will be governed by this Incorporation Act, drafted with enough be the Articles of By Laws, which clauses are stated hereby:

CHAPTER I: NAME, OBJECT, DOMICILE, LIFE SPAN.

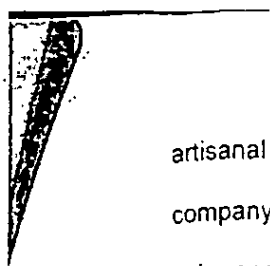
FIRST: The name of the company is **QUANTICA IPC, C.A.** **SECOND:** The main purpose of the company will be to provide, for its own account or for third parties, or in association with third parties, engineering, procurement, construction, operation and maintenance services, required for the socio-productive, and technological development of the hydrocarbon and other industries. The company may operate within the country, or abroad any act of lawful trade leading to the design, formulation, implementation and management of projects in the areas of engineering, procurement, construction, operation and maintenance of industrial facilities either administrative or commercial. It may perform any act of lawful trade such as sale of products, and / or the provision of services required for the development of hydrocarbon and other activities directly or indirectly related to the exploitation of deposits; drilling wells; production, improvement, treatment and commercialization of crude hydrocarbon, water and gas, control of industrial processes and production of paper; production, import, storage, marketing, supply and sale of chemical products. Regarding the import, export, production, marketing, storage, transportation, distribution and supply of any type of materials, supplies, products, systems, machinery, equipment, instruments and accessories, required for the development of the hydrocarbon sector, and sectors non-hydrocarbon tankers, both public and private, such as: petrochemical; gas; energy: steel;




metallurgical, mining; chemical; technological; telecommunications; automation, instrumentation and control; computing and Information; office automation; medical-dental; pharmacist; environmental; forest; agricultural; agriculture; tourist; fishing handcraft of the construction; services; commercial and industrial in general. The company may carry out activities that are directly and indirectly related to the design, sale and implementation of integral technology solutions; design, evaluation and execution of multidisciplinary architecture and engineering projects; design, evaluation and construction of all types of civil, electrical, mechanical, metal-mechanical, hydraulic, telecommunications, automation, instrumentation and control works; execution of earthmoving and paving works; purchase, sale and rental of all kinds of vehicles, or means of transport, spare parts, equipment and machinery. Similarly, you can perform activities of import, export, design, manufacture, purchase, sale, rental, distribution, supply, installation and maintenance of all types of systems, equipment and technology products necessary for industrial automation, industrial safety, and electronic security, especially with regard to the control of processes, prevention, detection and control of fires, spills, and in general of any type of risks that may derive from the handling and use of toxic and flammable products. The company will be able to carry out studies and projects of preservation and environmental sanitation; transport and handling of hazardous materials, solid waste, and toxic substances, and non-toxic, prior compliance with the formalities required by environmental legislation; may carry out plantation activities, reforestation and maintenance of green areas; marketing and transportation of wood, its derivatives and related products; operation and maintenance (predictive, preventive and corrective) of machinery and industrial equipment, and commercial in general; of hydrocarbon and gas plants; wastewater and drinking water treatment plants; plants for the treatment and manufacture of chemical products; flow stations; lines and lines of pipes; electric stations; electric lines and lines; civil, mechanical and hydraulic structures; instrumented safety systems; monitoring and access control systems; CCTV; telecommunications systems; automation, instrumentation and control systems; communication networks and structural cabling, being able to provide professional



services, and specialized technical support, in any of the areas related to engineering and project management. Specifically, in relation to strategic planning; monitoring and control of projects; organizational consulting; technical, administrative and financial advice; provision of temporary natural personnel; out-sourcing of payroll and personnel administration; contract administration; cost estimates; appraise inspections of works, tenders and studies related to the above. Therefore, and subject to the above, may assume the representation of companies, and entities, national, or foreign, in everything related to the promotion, distribution and sale of the products they manufacture, or distribute, and the provision of services. The main purpose of the company will be to provide, for its own account or for third parties, or associated with third parties, engineering, procurement, construction, operation and maintenance services, required for the socio-productive and technological development of the hydrocarbon industry or not. The company may conduct within the country, or abroad, any act of lawful trade that leads to the design, formulation, implementation and management of projects in the phases of engineering, procurement, construction, operation and maintenance of industrial facilities, administrative and commercial. May perform any act of lawful trade that leads to the sale of products, and / or the provision of services required for the development of hydrocarbon and non-hydrocarbon activities directly or indirectly related to the exploitation of deposits; the drilling of wells; the production, improvement, treatment and commercialization of crude hydrocarbon, water and gas, the control of industrial processes and the production of paper; production, import, storage, marketing, supply and sale of chemical products. Regarding the import, export, production, marketing, storage, transportation, distribution and supply of all types of materials, supplies, products, systems, machinery, equipment, instruments and accessories, required for the development of the hydrocarbon sector, and sectors non-hydrocarbon tankers, both public and private, such as: petrochemical; gas; energy: steel; metallurgical, mining; chemical; technological; telecommunications; automation, instrumentation and control; computing and Information; office automation; medical-dental; pharmacist; environmental; forest; agricultural; agriculture; tourist; fishing



artisanal of the construction; of services; commercial and industrial in general. The company may carry out activities that are directly and indirectly related to the design, sale and implementation of integral technology solutions; design, evaluation and execution of multidisciplinary architecture and engineering projects; design, evaluation and construction of all types of civil, electrical, mechanical, metal-mechanical, hydraulic, telecommunications, automation, instrumentation and control works; execution of earthmoving and paving works; purchase, sale and rental of all kinds of vehicles, or means of transport, spare parts, equipment and machinery. Similarly, you can perform activities of import, export, design, manufacture, purchase, sale, rental, distribution, supply, installation and maintenance of all types of systems, equipment and technology products necessary for industrial automation, industrial safety, and electronic security, especially with regard to the control of processes, prevention, detection and control of fires, spills, and in general of any type of risks that may derive from the handling and use of toxic and flammable products. The company will be able to carry out studies and projects of preservation and environmental sanitation; transport and handling of hazardous materials, solid waste, and toxic substances, and non-toxic, prior compliance with the formalities required by environmental legislation; may carry out plantation activities, reforestation and maintenance of green areas; marketing and transportation of wood, its derivatives and related products; operation and maintenance (predictive, preventive and corrective) of machinery and industrial equipment, and commercial in general; of hydrocarbon and gas plants; wastewater and drinking water treatment plants; plants for the treatment and manufacture of chemical products; flow stations; lines and lines of pipes; electric stations; electric lines and lines; civil, mechanical and hydraulic structures; instrumented safety systems; monitoring and access control systems; CCTV; telecommunications systems; automation, instrumentation and control systems; communication networks and structural cabling, being able to provide professional services, and specialized technical support, in any of the areas derived from engineering and project management. Specifically, in relation to strategic planning; monitoring and control of projects; organizational consulting; technical, administrative and financial



advice; provision of temporary natural personnel; out-sourcing of payroll and personnel administration; contract administration; cost estimates; appraise inspections of works, tenders and studies related to the above. Therefore, and subject to the above, may assume the representation of companies, and entities, national, or foreign, in everything related to the promotion, distribution and sale of the products they manufacture, or distribute, and the provision of services related such as: training and technical assistance, both in operational areas and in any of its agencies, branches or offices, online and / or through national and international assignments. You can make all kinds of investments, and business, in national and foreign currency, and execute all the programs expressed by the National Executive to obtain and obtain foreign currency according to the rules and laws that govern this matter and finally any other activity of licit commerce related to its main object. Therefore, the company may acquire, rent, dispose or encumber in any form, any kind of movable and immovable property and titles of all kinds; free, accept, endorse, discount, guarantee, guarantee or be responsible for promissory notes, bills of exchange, drafts and negotiable instruments of any kind; accept money on loan, with or without collateral; subscribe, guarantee, buy, sell or otherwise dispose of shares, bonds or obligations of commercial companies, acquire their assets and liabilities or all or part of their business; and finally, any other activity of licit commerce related to its main object. **THIRD:** The Company will have its Fiscal Address Main Avenue crossing with 4 street, 51-B house, La California Urbanization, Jesus Subzero Avenue, Vía Vea El Tigre, San José de Guanipa, Anzoátegui State, Bolivarian Republic of Venezuela and may establish branches to Nacional level. **FOURTH:** The Company will have a duration of Fifty (50) years, counted as of its inscription in the Mercantile Registry and may be extended at the judgment of the General Shareholders Meeting

CHAPTER II CAPITAL STOCK AND SHARES

FIFTH: The capital stock of the Company is **FOUR MILLION BOLIVARS (Bs. 4,000,000.00)** divided into **ONE THOUSAND (1,000)** registered shares not convertible

to the bearer of **FOUR THOUSAND BOLIVARS (Bs. 4,000.00)** each, which have Subscribed and paid as follows: The citizen **ROBERTO JESUS OCHOA CESAR**, subscribes and pays Four hundred (400) shares, with a nominal value of **FOUR THOUSAND BOLIVARS (Bs. 4,000.00)** each, for an amount of **ONE MILLION SIX HUNDRED THOUSAND BOLIVARS (Bs 1,600,000.00)**; the citizen **MARISE DEL VALLE RODRIGUEZ PINO**, subscribes and pays six hundred (600) shares, with a nominal value of **FOUR THOUSAND BOLIVARS (Bs 4,000.00)** each, for an amount of **TWO MILLION FOUR HUNDRED THOUSAND BOLIVARS (Bs 2,400,000, 00)** the shares have been paid in full by means of the inventor attached. **SIXTH:** The shares give their holders equal rights and obligations and the Company will not recognize but a single owner for each of them, they will be issued in securities of one or more Shares and everything related to them, their sale, transfer, bond issuance or obligations, shall be governed by this Act and the legal provisions on the subject. **SEVENTH:** : The Shareholder who wishes to transfer or in any way mortgage its shares, will grant others the benefit of being preferred in proportion to their respective Shares in the negotiation in question; to such effects, the Shareholder who intends to enter into any of the foregoing transactions, shall notify the Company's President, indicating persons, prices and conditions of the negotiation that he intends to effect; the President in turn will notify the other shareholders and they have a term of thirty (30) continuous days counted from the date of said notification, to exercise the privilege here granted. Once this period has elapsed without the notified parties stating in writing their decision to exercise or not exercise the right of preference, the interested party may proceed with the negotiation that he previously raised with the President with any third party interested and in the manner that he wishes. If by the action of a third party, a judicial action was taken on the Shares of the Company, the following privilege shall be established with respect to them: 1 °. Any of the Shareholders and in proportion of its Shares may give a bond to Suspend the measure and said shares already released shall be assigned to them by the Respondent Shareholder. 2. The Shareholder Respondent may not in any way

agree, compromise or make payment in payment of the Shares without observing the privilege regime here in force.

CHAPTER III: THE SHAREHOLDERS MEETING.

EIGHT: The supreme decision in the affairs of the Company is binded to the General Shareholders Meeting, whether Extraordinary or Ordinary, which will have the powers provisioned by the laws and mainly: 1 Appoint the President, General Manager and Commissioners of the Company and decide on their remuneration. 2. Agree the creation of funds and special sections for guarantees and various purposes. 3. Determine the dividends of the Company for liquid and collected profits. Four. Discuss, approve, modify or reject the annual balance of accounts with view of the report required by the Commerce NINTH: Deliberate and resolve in general on any matter that is submitted for your consideration. 9. The Ordinary General Shareholders Meeting will meet in session once a year, any day of the month of March following the closing of accounts, previously determined in the respective call and in Extraordinary session whenever the interest of the Company requires it . TENTH: The Extraordinary Shareholders Meeting will be appointed by the President, at the request of whoever represents at least fifty-one percent (51%) of the share capital and in them only the special cases that motivated the meeting. ELEVENTH: The call for the Ordinary or Extraordinary Shareholders Meeting will be made by the press, in one of the newspapers of greater circulation of the City of El Tigre, in advance of at least five (05) days prior to the Assembly or by certified telegram directed to the Shareholders' residence, also five (05) days in advance of the date of the meeting. In order for the Shareholders Meeting to be legally considered and with the approval of the decision of at least half plus one of the shares which make up the share capital must be represented in them, if it cab not be held due to lack of quorum, another publishing shall be made fixing for a new Shareholders Meeting to be held on a date not earlier than eight (08) days according to the procedure established in article two hundred and eighty-one (281) of the Commercial Code and especially by this Act of incorporation. TWELFTH: In the Shareholders Meeting, each Share represents

one vote, Shareholders who cannot attend may be represented by their appointed proxy or by communication addressed to the Chairman of the Assembly. It is fully valid for all Shareholders present or not, any decision approved by a number of votes representing at least half plus one of the concurrent Shares including the cases set forth in Article Two hundred and eighty (280) of the Code of Commerce. **THIRTEENTH**: The President of the Shareholders Meeting will be the President of the Company, being absent, the Shareholders will choose who should preside the meeting. **FOURTEENTH**: The Minutes to be drawn up on any meeting Assembly that will contain the names of the competitors or representatives, with the number of Actions, the name of the Newspaper in which the call was published, if any, or the duly certified telegram, with the resolutions and measures adopted in each.

CHAPTER IV: THE ADMINISTRATION.

FIFTEENTH: The Administration of the Company will be in charge of a President and a General Manager who may be Shareholders or not of the Company, who may be re-elected. In case of temporary or permanent absence of the President may be replaced by the General Manager. The President and the General Manager shall have the highest powers of administration and disposition, thus being the maximum representation of the company before third parties, with full powers to represent it, both judicially or out of court, they may separately perform the following powers: 1. Acquire, assign, dispose, encumber, alienate or in any way compromise the real or personal property of the Company. 2. Open, mobilize, and close Bank accounts by means of checks, payment orders or letter of credit. 3. Accept, Endorse, Discount, Endorse or Negotiate bills of exchange, promissory notes or other business effects. 4. Appoint, Mobilize and Dispose Representatives, commercial factors, when it suits the interests of the Company. 5. Create or eliminate branches within and / or outside the National Territory. 6. Fulfill the decisions and agreements of the General Assembly of Shareholders, as well as present the Balance and Account and Report Corresponding to the General Assembly. 7. Carry out the daily management of the Business and

represent the Company directly or indirectly before the national, state or municipal authorities, except in cases of lawsuits. 8. Sign all the Public or Private documents that contain acts, operations, negotiations or contract of the same by the company. 9. Appoint and remove representatives to exercise representation of the Company both judicially and out of court, with the power to deem it convenient, having expressly authorization to desist, compromise, agree, receive amounts of money and grant the corresponding receipts and / or settlements. SIXTEENTH: The President and the General Manager shall hold office for five (05) years, and may be re-elected and shall hold office until the new President and General Manager takes office. The appointment of the new President and General Manager will be made by the General Shareholders Meeting. SEVENTEENTH: The Shares are nominative and indivisible and confer on their owners equal rights and obligations to the company. Each one of the Shareholders that make up the administration of the company deposits two (02) Company Shares in the social box. For the purposes of Article two hundred and forty-four (244) of the Code Commerce

CHAPTER V: THE LEGAL AUDITOR

EIGHTEENTH: The Company will have a commissioner, who will be in office for five (05) years and may be re-elected, whose powers are those established in the Code of Commerce NINETEENTH: All the necessary Documentation and the respective Balance will be delivered to the commissioner at least one (01) month in advance, on the day on which the corresponding Annual Assembly has to meet, in order to present its report

CHAPTER VI: THE GENERAL LEDGER AND ACCOUNTS.

TWENTIETH: The fiscal year begins with the registration of this Incorporation Act in the Commercial Registry until December 31 of this year and the following from January 1 to December 31 of each TWENTY-FIRST: From the liquid profits will be separated: 1°. Five percent (5%) to complete ten percent (10%) of the Share Capital, as a reserve fund as provided in Article 262 of the Code of Commerce. 2°. The sections that are required in

accordance with the Social Legislation. 3°. Those amounts that the General Assembly resolves to devote to certain purposes. TWENTY-SECOND: Having calculated the benefits with deduction of general expenses and of any kind and different sections, the favorable balance may be distributed totally or partially to the Shareholders in proportion to their Shares as the General Shareholders Meeting provides having such dividend been decreed. TWENTY-THIRD: Considering the fact that the present minutes have been drafted in such a broad manner that it sufficiently regulates all the activities of the Company, it has been agreed that it also serves as the Corporate Bylaws.

CHAPTER VII: TRANSITORY DISPOSITIONS

TWENTY-FOURTH: : This Shareholders Meeting has appointed the following persons to hold the following posts of the Company: as **PRESIDENT: MARISE DEL VALLE RODRIGUEZ PINO**, Venezuelan, of legal age, of this domicile, single, holder of identity card N °. V- 13.601.081, as **GENERAL MANAGER: ROBERTO JESUS OCHOA CESAR**, Venezuelan, of legal age, of this domicile, single, holder of identity card N ° V- 7.684.238 and citizen **LIZ AURORA HERNANDEZ**, Venezuelan, of legal age, holder of the identity card N°.V-11.421.531, Public Accountant, C.P.A. number 48.967 as the auditor appointed by law. TWENTY-FIFTH: Citizen **ROBERTO JESUS OCHOA CESAR**, holder of identity card N ° V-7.684.238 was appointed to legalize everything that shall be conducted before the Mercantile Registry. Likewise, request that a copy of the beginning Inventory attached to this Minute with the corresponding ink seal.

In the city of El Tigre at the date of its presentation. -----

(Illegible signature)

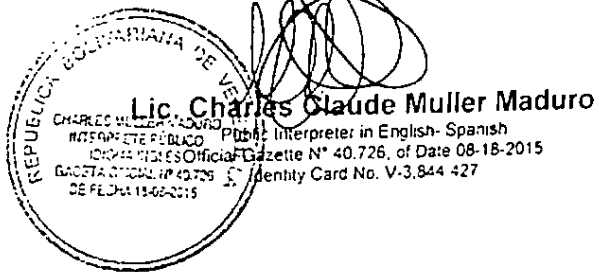
ROBERTO OCHOA CESAR

(Illegible signature)

MARISE RODRIGUEZ PINO

The above is a verbatim translation of the attached document, made at the request of the interested party, in Caracas, Venezuela, at the fifteen (15) days of the month of March of the year two thousand nineteen (2019).

REPUBLICA BOLIVARIANA DE VENEZUELA
MINISTERIO DEL PODER JUDICIAL
CARACAS



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