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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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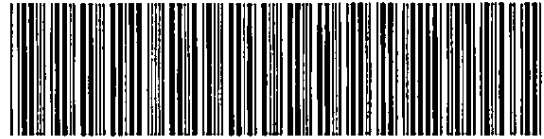
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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JUN 03 2019

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ROYALTY DE VENEZUELA SA, 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:

CARLOS EDUARDO BURGOS GONZALEZ, ESQ.

Name of Person

BURGOS & ASSOCIATES LAW GROUP

Firm/Company

150 S PINE ISLAND RD, SUITE 300

Address

PLANTATION, FLORIDA 33324

City, State and Zip code

CARLOS@BURGOSLAWGROUP.COM

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

For further information concerning this matter, please call:

CARLOS E BURGOS G 954 655-4449

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Chilton Building
1961 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:

☒ \$76.00 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.*

ROWART DE VENEZUELA S.A.

1. Enter name of corporation, must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.,"

ROWART DE VENEZUELA S.A., CORP.

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

VENEZUELA

MA

3. Enter name of state under the law of which it is incorporated.

(FBI number, if applicable)

2007-09-15

50 YEARS

(Date of incorporation)

(Date of duration, if other than perpetual)

HAVE NOT TRANSACTED BUSINESS IN THE US

(Date first transacted business in Florida, if prior to registration)

SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability.

AVENIDA 13 CON CALLE 70, SECTOR TIERRA NEGRA, CASA NRO. 70-15 MCBO, ZULIA, VENEZUELA

(Principal office address)

SAMI

(Current mailing address, if different)

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

Name

BURGOS & ASSOCIATES LAW GROUP

Office Address

150 S PINE ISLAND RD

PLANTATION

Florida 33324

(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.

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

A. DIRECTORS

Chairman _____

Address _____

Vice Chairman _____

Address _____

Director: JOSE ALEJANDRO RODULFO MORENO

Address: AVENIDA 13 CON CALLE 70, SECTOR TIERRA NEGRA, CASA NRO. 70-15

MARACAIBO, ZULIA 4002, VENEZUELA

Director: _____

Address: _____

B. OFFICERS

President: JOSE ALEJANDRO RODULFO MORENO

Address: AVENIDA 13 CON CALLE 70, SECTOR TIERRA NEGRA, CASA NRO. 70-15

MARACAIBO, ZULIA 4002, VENEZUELA

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.

11. JOSE A. RODULFO M / DIRECTOR
(Typed or printed name and capacity of person signing application)

TRANSLATION OF CERTIFICATE OF GOOD STANDING
DATED 04/26/2019



I, Felix Figueroa, the undersigned, Venezuelan, holder of ID number V 14.575.352, Bachelor of Arts in Translation, graduated from the Universidad Central de Venezuela as per diploma registered with the Main Public Registry Office of the Capital District on the 22nd day of November 2011, number 183, folio 183, volume 18; and Licensed Court Interpreter and Translator of the Bolivarian Republic of Venezuela in English language as per diploma granted by the People's Ministry for Domestic Affairs, Justice and Peace, duly registered with the Main Public Registry Office of the Capital District under number 266, folio 266, volume 6, on the 17th day of October 2013, and published in the Official Gazette number 40.362, dated 24th of February 2014. DO HEREBY CERTIFY that the document which has been presented to me for its translation from Spanish into English reads as follows:

BOLIVARIAN REPUBLIC OF VENEZUELA***MINISTRY OF PEOPLES POWER FOR INTERNAL AFFAIRS AND JUSTICE***AUTONOMOUS SERVICES OF REGISTRY AND NOTARY OFFICES. SECOND MERCANTILE REGISTRY OFFICE OF THE STATE OF ZULIA. RM N° 484. YEARS 208TH 159TH CERTIFIES that the mercantile documents being copied herein are the true and exact copies of the original dated February 12th 2019, which has been record filed under number. 11473 of the Company: ROWART DE VENEZUELA, S.A dated: FEBRUARY 12th OF YEAR TWO THOUSAND AND NINETEEN, accordingly. (Illegible signature) MERCANTILE

REGISTRAR. ATTY ANGELICA MAS Y RUBI. THIS FOLIO PERTAINS TO: ROWART DE VENEZUELA, S.A. Record File Number: 11473.

Attorney, Lisey Lee (Illegible signature), Venezuelan Bar N° 84.322.

SECOND MERCANTILE REGISTRAR OF THE JUDICIARY CIRCUMSCRIPTION OF THE STATE OF ZULIA, AT THIS OFFICE. In the City of Ciudad Ojeda.

Who undersigns, LISEY LEE HUNG, Venezuelan National, of age, of this domicile, bearer of the identification card N° V-13.841.742, in my capacity of power of attorney of the Company "ROWART DE VENEZUELA, S.A", currently domiciled in Ciudad Ojeda, Municipality of Lagunillas and State of Zulia, duly incorporated in the Second Mercantile Registry Office of the Judiciary Circumscription of the State of Zulia on June twenty-seventh (27th), 1997 under N° 23, Volume 4-A and being its bylaws reformed herein through Extraordinary Meeting Minute of Shareholders held on January fourth (04th) of 2016, and registered on January twenty-sixth (26th) of 2016, under N° 16, Volume 6-A SECOND MERCANTILE REGISTRY OFFICE OF THE STATE OF ZULIA, Record File N° 11473, in accordance with power of attorney notarized before the Eighth Notary Public Office in Maracaibo on August 04th, 2004, registered under N° 42, Volume 74, hereby declare before your authority in order to petition the issuance of a certificate of good standing as follows:

FIRST: Whereas "ROWART DE VENEZUELA, S.A" Company is currently running in a good standing business in the Bolivarian Republic of Venezuela

SECOND: Whereas "ROWART DE VENEZUELA, S.A" Company has been duly incorporated on June twenty-seventh (27th) of 1997, registered under N° 23, Volume 14-A, formerly constituted and incorporated under the name of "FILCO DE VENEZUELA, S.A".

THIRD: Whereas the Company "ROWART DE VENEZUELA, S.A" has a business term of fifty (50) years starting from its incorporation date in the corresponding Mercantile Registry Office, according to the latter modifications it draws registered on January twenty-sixth (26th) of 2016, as per documented in the Meeting Minute incorporated in Record File N° 11473, under N° 16, Volume 6-A.

FOURTH: Whereas the current Board of Directors of the Company "ROWART DE VENEZUELA" is represented by Citizen JOSE ALEJANDRO RODULFO MORENO, Venezuelan national, of age, bearer of the identification card N° V-6.702.881, in his capacity of PRESIDENT of the Company, Citizen LUIS AUGUSTO GONZALEZ FLEEDGUI, Venezuelan national, of age, bearer of the identification card N° V-6.702.831, in his capacity of VICE-PRESIDENT of the Company and CARLOS ENRIQUE BORGES ESPINAL, Venezuelan national, of age, bearer of the identification card N° V-6.971.170, as SUBSTITUTE VICE-PRESIDENT of the abovementioned Company, according to Meeting Minute registered and incorporated in Record File N° 11473, under N° 4, Volume 68-A dated November 02nd of 2018.

FIFTH: Whereas the current Companies "M&A GROUP, C.A." duly incorporated in the Fourth Mercantile Registry Office of the Judiciary Circumscription of the State of Zulia, under N° 06, Volume 128-A, dated December seventh (07th) of 2007, holder of EIGHT HUNDRED THOUSAND (800.000) shares, as well as "INVERSIONES JCB, C.A." duly incorporated before the Third Mercantile Registry Office of the Judiciary Circumscription of the State of Zulia, dated March nineteenth (19th) of 2009, under N° 35, Volume 30-A, holder of FIVE THOUSAND (500.000) shares, and Citizens KENNETH PEDERSEN, Danish national, of age, bearer of the identification card N° E-84.558.163, holder of THREE HUNDRED THOUSAND (300.000) shares, LUIS GONZALEZ ETTEDEGUI, Venezuelan, bearer of the identification card N° V-6.702.831, holder of TWO HUNDRED THOUSAND (200.000) shares, and Citizen ANGELA CALLES ALVAREZ, Venezuelan, of age, bearer of the identification card N° V-10.476.653, holder of TWO HUNDRED THOUSAND (200.000) shares, according to Meeting Minute 14/2017, dated and registered in Record File N° 11473, under N° 27, Volume 21 A, dated March second (02nd) of 2017, are shareholders of "ROWART DE VENEZUELA, S.A." Company.

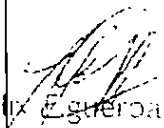
It is officially requested before your vested authority in purpose of granting public trust and authenticity to the aforementioned statement

in Ciudad Ojeda, State of Zulia, on its presenting date.

BOLIVARIAN REPUBLIC OF VENEZUELA***MINISTRY OF PEOPLES POWER FOR
INTERNAL AFFAIRS AND JUSTICE***AUTONOMOUS SERVICES OF REGISTRY
AND NOTARY OFFICES. SECOND MERCANTILE REGISTRY OFFICE OF THE STATE
OF ZULIA. RM N° 484. YEARS 208th 159th Municipality of Lagunillas. February
19 2019. Being received in the same date comprised of FOUR folios. Be
now entered to the Company's Record File. Be issued certified copies with the
insert certification entered. Fees registration has been paid as per Form N
13400092332 (Signed) ANGELICA MAS Y RUBI. ATTY. ANGELICA MAS Y RUBI
THIS COLO PERTAINS TO: ROWART DE VENEZUELA, S.A. Record File Number:
11473.

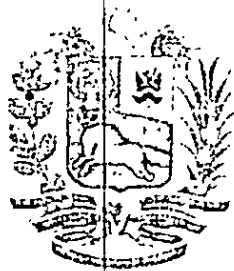
BOLIVARIAN REPUBLIC OF VENEZUELA. MINISTRY OF THE PEOPLES POWER
FOR INTERNAL AFFAIRS, JUSTICE AND PEACE. AUTONOMOUS SERVICE OF
REGISTRY AND NOTARY OFFICES. Date of issuance The PUB has a validity of
thirty (30) continuous days to be paid from its date of issuance; once the
respective payment has been made, it has a validity of sixty (60) days non-
renewable days for the presentation of the document. The aforementioned
periods being due to the PUB is voided and a new PUB should be issued in
order to carry out the process, having to pay the corresponding amount
by SINGLET BANK FORM. Form Number 48400092332. Control Number:
430 2124-677606). Type of Act: ADDENDUM PETITION. Name and surname of
the person: USLY CHIQUINQUIRA LEE HUNG. ID: V-13.841.742. Name and

sumame of the deposition Signed by the translator Total cash amount: 10,87.
Amount in letter: TEN BOLIVARS. (2013-1-17) NOT CELTS TO BE USED BY
SAREN ONLY (illegible signature) REVIEWING OFFICER REYNA BRICEÑO, ID. V-
16.633.914 Reviewing Chief (illegible signature) *Wet seal of the Mercantile
Registry Office. (All wet seal on reverse of documents pertains to the
Mercantile Registry Office). I do certify that the above is a true and worthy
translation from the original, written in Spanish language, which I make on
behalf of the interested party in the City of Maracaibo. In witness whereof I
have set my hand and affixed my seal of office this 05th day of the month of
March in the year of Our Lord, two thousand and nineteen.*


Felix Figueroa BA
Licensed Court Translator and Interpreter
Official Gazette No. 40,362



CERTIFICATE OF GOOD STANDING DATED 04/26/2019

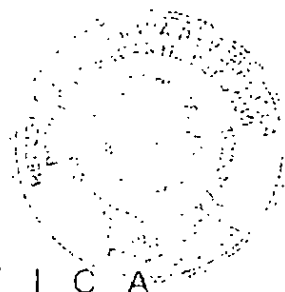


REPÚBLICA BOLIVARIANA DE VENEZUELA

*** MINISTERIO DEL PODER POPULAR PARA RELACIONES INTERIORES Y JUSTICIA ***

SERVICIO AUTÓNOMO DE REGISTROS Y
NOTARIAS.
REGISTRO MERCANTIL SEGUNDO DEL
ESTADO ZULIA

RM No. 484
208° y 159°



C E R T I F I C A

Que lo copiado a continuación es traslado fiel y exacto de su original, de fecha 12-02-2019 el cual ha sido agregado al expediente Número. **11473** de la Compañía: **ROWART DE VENEZUELA, S.A** con fecha: **12 DE FEBRERO DEL AÑO DOS MIL DIECINUEVE**, a la letra del tenor siguiente


REGISTRADORA MERCANTIL
ABOGADO. ANGELICA MAS Y RUBI

ESTE PÁGINA PERTENECE A
ROWART DE VENEZUELA, S.A
Número de expediente: 11473

705, 159.

1990

ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED
DATE 07-10-2014

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Dr. J. C. N. D. (1931)

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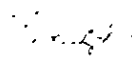
REGISTRADOR/NOTARIO

Reyna Briceño

C.I.V-16.633.914

JEFF REVISOR

1000


Ministerio del
Abogado
Ministerio del Poder
Judicial



LEONARDO

REGISTRADOR MERCANTIL SEGUNDO DE LA CIRCUNSCRIPCIÓN JUDICIAL DEL ESTADO ZULIA

Ciudad Ojeda

Quien suscribe, **USEY LEE HUNG**, de nacionalidad venezolana, mayor de edad, de este domicilio, titular de la cédula de identidad N° V-13.841.742, en mi carácter de apoderada judicial de la sociedad mercantil "**ROWART DE VENEZUELA, S.A.**", actualmente domiciliada en Ciudad Ojeda, Municipio Lagunillas del Estado Zulia, inscrita en el Registro Mercantil Segundo de la Circunscripción Judicial del Estado Zulia, el veintisiete (27) de junio de 1997, bajo el N° 23, Tomo 14 A, cambiada su denominación a la actual según Acta de Asamblea del diez (10) marzo de 2001, e inscrita en el mencionado Registro en fecha nueve (09) de mayo de 2001 bajo el N° 23, Tomo 14-A y posteriormente reformados sus estatutos sociales mediante Acta de Asamblea Extraordinaria de Accionistas celebrada en fecha cuatro (04) de enero de 2016 y registrada en fecha veintiseis (26) de enero de 2016 bajo el N° 16, Tomo 6-A REGISTRO MERCANTIL SEGUNDO DEL ESTADO ZULIA, Expediente N° 11473, según se es de notoriedad instrumento poder autentificado ante la Notaría Pública de Maracaibo en fecha 04 de agosto de 2004, anotado bajo el N° 42, Tomo 74 usted me dirijo muy respetuosamente a los fines de solicitar la expedición de una constancia formal de lo siguiente:

PRIMERO: Que la empresa "**ROWART DE VENEZUELA, S.A.**" se encuentra vigente y activa dentro de la fecha de elaboración de este documento.

SEGUNDO: Que la fecha de constitución de la empresa "**ROWART DE VENEZUELA, S.A.**" corresponde a la fecha veintisiete (27) de junio de 1997, anotada bajo el N° 23 Tomo 14 A, constituida inicialmente bajo la denominación "**LECO DE VENEZUELA, S.A.**".

TERCERO: Que la duración actual de la compañía "**ROWART DE VENEZUELA, S.A.**" es por cincuenta (50) años a partir de su inscripción en el Registro Mercantil correspondiente, según la última modificación de estatutos registrada el veintiseis (26) de enero de 2016, según consta en acta de asamblea inserta en el expediente N° 11473, bajo el N° 16, Tomo 6-A.

CUARTO: Que la actual Junta Directiva de la empresa "**ROWART DE VENEZUELA, S.A.**" se encuentra integrada por el ciudadano **JOSE ALEJANDRO RODOLFO MORENO**, de nacionalidad venezolana, mayor de edad, titular de la cédula de identidad N° V-6.702.881, en su carácter de Presidente de la compañía, el ciudadano **LUIS AUGUSTO GONZALEZ ETTEDGUI**, de nacionalidad venezolana, mayor de edad, titular de la cédula de identidad N° V-6.702.831, en su carácter de Vicepresidente de la empresa y **CARLOS ENRIQUE BORGES ESPINAL**, de nacionalidad venezolana, mayor de edad, titular de la cédula de identidad N° V-6.931.171, en su carácter de miembro suplente de la referida empresa, según consta en acta de asamblea registrada en el expediente N° 11473, bajo el N° 14, Tomo 68 A, de fecha 02 de noviembre de 2018.

QUINTO: Que las acciones accionista de la empresa "**ROWART DE VENEZUELA, S.A.**" son las sociedades, las compañías "**M&A GROUP, C.A.**", inscrita ante el Registro Mercantil Cuarto de la Circunscripción Judicial del Estado Zulia, bajo el N° 06, Tomo 128-A, en fecha siete (07) de diciembre de 2007, titular de **OCHOCIENTAS MIL (800.000)** acciones, así "**INVERSIONES JOB, C.A.**" inscrita ante el Registro Mercantil Tercero de la Circunscripción Judicial del Estado Zulia, en fecha dieinueve (19) de marzo de 2009, bajo el N° 35, Tomo 30, titular de **QUINIENTAS MIL (500.000)** acciones, y los ciudadanos **KENNETH PEDERSEN**, de nacionalidad norteamericana, mayor de edad, titular de la cédula de identidad N° E-84.558.163, titular de **TRESCIENTAS MIL**

(200.000) acciones, LOIS GONZÁLEZ ET EDGUI, venezolano, titular de la cédula de identidad N° V-6.702.831, titular de DOSCIENTAS MIL (200.000) acciones, y la ciudadana ANGELA CALLES ÁLVAREZ, venezolana, mayor de edad, titular de la cédula de identidad N° V-10.476.663, titular de DOSCIENTAS MIL (200.000) acciones, según consta en acta de asamblea registrada e inserta en el expediente N° 11473, bajo el N° 27, Tomo 21-A, fechada dos (02) de marzo de 2017.

La instancia formal que solicito ante su honorable investidura, con fines de dar fe pública de la veracidad de los hechos antes mencionados.

En fe de lo cual, a los veintidós (22) días del mes de marzo de 2017, se le da fe en su presentación.

Angela Calles Álvarez



REPÚBLICA BOLIVARIANA DE VENEZUELA

MINISTERIO DEL PODER POPULAR PARA RELACIONES INTERIORES Y JUSTICIA

SERVICIO AUTÓNOMO DE REGISTROS Y
NOTARÍAS.
REGISTRO MERCANTIL SEGUNDO DEL
ESTADO ZULIA



RM No. 484
208° y 159°

Montecristo Lagunillas, 12 de Febrero del año 2019

En esta misma fecha consta de CUATRO folio(s) utili(es). Agreguese al
cuaderno de la Compañía. Expidase copia certificada con inserción del presente Auto.
Los derechos arancelarios fueron cancelados según planilla(s) No. 48400092332 (Fdo.)
ANGÉLICA MAS Y RUBI

REGISTRADORA MERCANTIL
ARO GADO ANGÉLICA MAS Y RUBI

LA FOLIA PERTENECE A
ROVART DE VENEZUELA S.A.
Número de expediente 11473