F19000004251

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _______ Certificates of Status _______

Special Instructions to Filing Officer:

Office Use Only

600331080636

2019 SEP 17

B KINSEY
SEP 1 8 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 10, 2019

ROBERT JASON MARTIN
1704 WINDJAMMER LANE
ST. AUGUSTINE, FL 32084

SUBJECT: COSTANERAS-3B, S.A.
Ref. Number: W19000062717

We have received your document for COSTANERAS-3B, S.A. and your check(s) totaling $78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers listed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Brooke N Kinsey
Regulatory Specialist II

Letter Number: 419A00018680

RECEIVED
SEP 17 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 21, 2019

ROBERT JASON MARTIN
1704 WINDJAMMER LANE
ST. AUGUSTINE, FL 32084

SUBJECT: COSTANERAS-3B, S.A.
Ref. Number: W19000062717

We have received your document for COSTANERAS-3B, S.A. and your check(s) totaling $78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

REMOVE "CORP" FROM LINE #1. PLACE THE NAME EXACTLY HOW IT IS ON THE CERTIFICATE OF EXISTENCE, ALONG WITH A CORPORATE SUFFIX. ALSO, PLEASE BE SPECIFIC ON WHO YOU WANT LISTED AS THE PRESIDENT, VICE PRESIDENT, SECRETARY, AND TREASURER.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers listed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Brooke N Kinsey
Regulatory Specialist II

Letter Number: 019A00017314

FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 8, 2019

ROBERT JASON MARTIN
1704 WINDJAMMER LANE
ST. AUGUSTINE, FL 32084

SUBJECT: COSTANERAS-3B, S.A.
Ref. Number: W19000062717

We have received your document for COSTANERAS-3B, S.A. and your check(s) totaling $78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

On the alternate name line, place the name exactly how it is on the certificate of existence, along with with a corporate suffix. Also, please bespecific as who you want each director/officer to be.

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.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers listed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Brooke N Kinsey
Regulatory Specialist II

Letter Number: 919A00016311

RECEIVED
AUG 21 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 9, 2019

ROBERT JASON MARTIN
1704 WINDJAMMER LANE
ST. AUGUSTINE, FL 32084

SUBJECT: COSTANERAS-3B, S.A.
Ref. Number: W19000062717

We have received your document for COSTANERAS-3B, S.A. and your check(s) totaling $78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a limited liability company in the state of Florida must contain the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC." Please add the appropriate designation to the name of your limited liability company or to the alternate name you have selected for the state of Florida, if your name is unavailable in this state. The following suffixes are no longer acceptable limited liability company suffixes in Florida: "Limited Company," "L.C.," and "LC." The abbreviations "Ltd." and "Co.", also are no longer acceptable.

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 (850) 245-6842.

Deborah Bruce
Corporate Records Supervisor II

Letter Number: 619A00013758

RECEIVED
AUG 06 2019

COVER LETTER

TO: Registration Section
Division of Corporations
Costaneras 3B, S.A. Corp.

SUBJECT: ______________________________
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:

Robert Jason Martin
Name of Person

Costaneras-3B, S.A. Corp.
Firm/Company

1704 Windjammer Lane
Address

Saint Augustine, Fl 32084
City/State and Zip code

costaneras@gmail.com
E-mail address: (to be used for future annual report notification)

2015 SEP 17 PM

For further information concerning this matter, please call:

Robert Jason Martin President at (904) 806-0690
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. Costamera 39 S.A. CORP.

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

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

2. Republic of Panama
(State or country under the law of which it is incorporated)

3. 83-1827979
(FEI number, if applicable)

4. 02/03/2016
(Date of incorporation)

5. N/A
(Date of duration, if other than perpetual)

6. Not yet.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1704 Windjammer Lane, Saint Augustine, FL 32084
(Principal office address)

(Current mailing address, if different)

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

Name: Robert Jason Martin

Office Address: 1704 Windjammer Lane

Saint Augustine, Florida 32084
(City) (Zip code)

2019 SEP 17 PM 4:51

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: Robert Jason Martin

Address: 1704 Windjammer Lane Saint Augustine, FL 32084

Vice Chairman: Sylvia Martin-McGinnis

Address: 1704 Windjammer Lane Saint Augustine, FL 32084

Director: Roxanne Moore

Address: 864 Tides End Drive, St. Augustine Beach, FL 32080

Director:

Address:

B. OFFICERS

President: As above

Address:

Vice President: As above.

Address:

Secretary: As above.

Address:

Treasurer: As above.

Address:

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

12. Jason Martin, President
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. Robert Jason Martin, President
ROBERT JASON MARTIN, PRESIDENT
(Typed or printed name and capacity of person signing application)

REPÚBLICA DE PANAMÁ
PROVINCIA DE PANAMÁ

NOTARÍA OCTAVA DEL CIRCUITO DE PANAMÁ

Victor Manuel Aldana Aparicio

NOTARIO PÚBLICO OCTAVO

Edificio Plaza Obarrio
Oficina 108
Ave. Samuel Lewis
Urb. Obarrio

Tels.: 264-6270
264-3676
213-8028
Fax: 264-3506
Email: notariaoctava@cwpanama.net

COPIA

ESCRITURA No. 1,438 DE 3 DE Febrero DE 20 16

POR LA CUAL:

se protocoliza el CERTIFICADO DE CONSTITUCION de la sociedad anónima denominada **COSTANERAS 3B, S.A.**

REPÚBLICA DE PANAMÁ
PAPEL NOTARIAL

Notaria 8va PANAMÁ

REPUBLICA DE PANAMA
Timbre Nacional
Timbres que corresponden al presente documento, son pagados por declaración jurada según Resolución de la DGI Nº 201-2940 de 27 octubre de 2004
17 / 2 / 16 B/.8.00
080143517021600000155264

NOTARÍA OCTAVA DEL CIRCUITO DE PANAMÁ

ESCRITURA PUBLICA NUMERO MIL CUATROCIENTOS TREINTA Y OCHO--------------

--(1,438)--ms-

===

Por la cual se protocoliza el CERTIFICADO DE CONSTITUCION de la sociedad anónima denominada **COSTANERAS 3B, S.A.**---

-------------------------------Panamá, 3 de febrero de 2016.-------------------------------------

===

En la ciudad de Panamá, Capital de la República y Cabecera del Circuito Notarial del mismo nombre, a los tres (3) días del mes de febrero del año dos mil dieciséis (2016), ante mí, Licenciado VICTOR MANUEL ALDANA APARICIO, Notario Público Octavo del Circuito de Panamá, con cédula de identidad personal número cuatro-ciento siete-seiscientos veintisiete (4-107-627), comparecieron personalmente, QUERUBE CASTILLO DE NUÑEZ, mujer, secretaria, panameña, casada, mayor de edad, vecina de esta ciudad, con cédula de identidad personal número ocho-cuatrocientos treinta y cinco-cuarenta y dos (8-435-42) y LINETH DEL CARMEN PONCE VERGARA, mujer, secretaria, panameña, casada, mayor de edad, vecina de esta ciudad, con cédula de identidad personal número ocho-setecientos treinta-dos mil cuatrocientos veintitrés (8-730-2423), personas a quienes doy fe que conozco y me entregaron para su protocolización en esta Escritura y en efecto protocolizo EL CERTIFICADO DE CONSTITUCION DE LA SOCIEDAD ANONIMA DENOMINADA **COSTANERAS 3B, S.A.**-Dicho documento consta de cuatro (4) hojas escritas a máquina y su contenido se transcribe en la copia de esta escritura.---

Queda hecha la protocolización solicitada y se expedirán las copias que soliciten los interesados.-- El Notario advierte que una copia de este instrumento debe registrarse y [illegible] fue a las comparecientes en presencia de los testigos instrumentales [illegible] con cédula de identidad personal número dos-sesenta firman todos para constancia por ante mi el Notario que doy fe. -

El Suscrito Notario hace constar, además, que este documento ha sido elaborado p[illegible] firma de Abogados MORGAN Y MORGAN y firmado por el Licenciado Alexis Me[illegible] Achón, Abogado.---

ESTA ESCRITURA LLEVA EL NUMERO MIL CUATROCIENTOS TREINTA Y OCHO

-- **(1,438)** --

(Fdo.) Querube C. de Núñez.---------------------------------Lineth Ponce.-----------------

(Fdo.) Jacinto Hidalgo Figueroa.------------------------------Selideth De León.--------------

VICTOR MANUEL ALDANA APARICIO, Notario Público Octavo del Circuito de Panamá.----

==

==

CERTIFICADO DE CONSTITUCION DE **COSTANERAS 3B, S.A.** Corp.-----------------

Organizada bajo la Ley General de Sociedades Anónimas de la República de Panamá

Nosotras, las suscritas, QUERUBE CASTILLO DE NUÑEZ, mujer, mayor de e[illegible] panameña, casada, secretaria, vecina de esta ciudad, con cédula de identidad pers[illegible] No. 8-435-42 y LINETH DEL CARMEN PONCE VERGARA, mujer, mayor de e[illegible] panameña, casada, secretaria, vecina de esta ciudad, con cédula de identidad pers[illegible] No. 8-730-2423, deseando formar una sociedad por acciones, de conformidad c[illegible] disposiciones de la Ley 32 de 1927, sobre sociedades anónimas, por el pr[illegible] entramos en un convenio de organización de tal sociedad anónima como sigue:---

<u>PRIMERO:</u> El nombre de la sociedad es: **COSTANERAS 3B, S.A.**-Corp.-----------

<u>SEGUNDO:</u> El objeto principal de la sociedad es el de dedicarse en la Repú[illegible] Panamá o en cualquier otro país, colonia o territorio extranjero a comprar [illegible] transferir disponer negociar financiar permutar poseer administrar dar dinero en préstamo abrir y manejar cuentas bancarias en Panamá o en cualq[illegible] [illegible] comisión, hipoteca, prenda arrendamiento [illegible]

anónimas. ------------- -- ------------------------------

TERCERO: La duración de la sociedad será perpetua pero podrá disolverse en cualquier momento por resolución adoptada en Reunión de Accionistas, por el voto de la mayoría de las acciones emitidas. --

CUARTO: El capital social es de DIEZ MIL DOLARES (US$10,000.00), moneda legal de los Estados Unidos de América, dividido en CIEN (100) acciones de un valor nominal de CIEN DÓLARES (US$100.00) cada una. Las acciones serán expedidas únicamente en forma nominativa y los títulos o certificados de acciones llevarán la firma autógrafa del Presidente y del Secretario o el Tesorero. ---

QUINTO: La sociedad tendrá su domicilio en la ciudad de Panamá, Provincia de Panamá, República de Panamá, y podrá establecer sucursales, y/o agencias en cualquier lugar de la República de Panamá o en el extranjero, según crea conveniente.

SEXTO: El Registro de Acciones exigido por la Ley será llevado en el lugar que designe la Junta Directiva, dentro o fuera de la República de Panamá. ------------------------------

SEPTIMO: El número de directores no será menor de tres (3) ni mayor de cinco (5), pero podrá ser aumentado por la Junta General de Accionistas. ----------------------------------

OCTAVO: Los primeros directores de la sociedad son: **ROBERT JASON MARTIN**, **SYLVIA MARTIN-MCGINNIS**, ambos con dirección en 1704 Windjammer Lanesaint Augustine, Florida (Fl), 32084 Estados Unidos de América, y **ROXANNE ERKE**, con dirección en 601 Bowers Court, St. Augustine Beach, Fl 32080, Estados Unidos de América ---

NOVENO: Los Dignatarios de la Sociedad serán un Presidente, un Secretario y un Tesorero, nombrados por la Junta Directiva. La sociedad podrá también tener cualesquiera otros dignatarios, agentes o representantes que la Junta Directiva determine. --- Cualquier Dignatario podrá desempeñar más de un puesto. ---- -----------

DÉCIMO: Los primeros dignatarios de la sociedad son: **ROBERT JASON MARTIN** los Estatutos.--

DECIMO SEGUNDO: Las sesiones de la Junta General de Accionistas se podrán celebrar en Panamá o en el extranjero --

DECIMO TERCERO: Los negocios de la sociedad serán administrados y dirigidos por la Junta Directiva. Con sujeción a lo dispuesto en la Ley y a lo que estipula este Pacto Social, la Junta Directiva tendrá el control absoluto y la dirección plena de los negocios de la sociedad y a tal efecto podrá sin limitación:-- UNO. Representar a la Compañía en todas sus negociaciones con terceros, por medio de su Presidente o el que haga las veces, y hacer cuanto fuere necesario para la representación y para la defensa de los bienes, haberes, derechos e intereses de la Compañía, judicial o extrajudicialmente.--- DOS. Nombrar funcionarios, gerentes, o representantes y apoderados generales o especiales, tanto en la República de Panamá como en cualquier otro país.---- TRES. Enajenar, ceder, traspasar, renunciar, gravar, hipotecar y arrendar parcialmente o en su totalidad las propiedades y derechos de la Compañía, así como otorgar fianzas.--- Las vacantes que ocurrieren en la Junta Directiva serán llenadas por el voto de la mayoría de los directores en ejercicio. Las sesiones de los Directores podrán celebrarse en la República de Panamá o en el extranjero, y cualquier director podrá estar representado y votar por apoderado o apoderados en cualquiera de las sesiones de la Junta Directiva.--

DECIMO CUARTO: Ningún contrato u otra transacción entre la sociedad y cualquier otra sociedad será afectado o invalidado por el hecho de que cualquier director o dignatario de esta sociedad sea director o dignatario de otra sociedad; y cualquier director o dignatario de la sociedad, individual o mancomunadamente, puede ser o estar interesado en cualquier contrato o transacción de esta sociedad --

DECIMO QUINTO: El Agente Residente de la sociedad en la República de Panamá es la firma forense MORGAN Y MORGAN con oficinas en Avenida del Pacífico

En fe de lo cual hemos extendido y firmado este Certificado de Constitución en la Ciudad de Panamá, a los tres (3) días del mes de febrero de dos mil dieciséis (2016).----

Fdo.) Querube C. de Núñez.---------------------------------Lineth Ponce---------------------

Este documento ha sido elaborado por la firma de abogados MORGAN Y MORGAN. -----

Fdo.) Por: MORGAN Y MORGAN, Alexis Medina Achón.--

==

==

ARTICLES OF INCORPORATION OF **COSTANERAS 3B, S.A.** Corp.-------------------------

Organized under the General Corporation Law of the Republic of Panama.----------------

We, the undersigned, QUERUBE CASTILLO DE NUÑEZ, female, of legal age, Panamanian, married, secretary, resident of Panama City, with Personal Identity Card No. 8-435-42 and LINETH DEL CARMEN PONCE VERGARA, female, of legal age, Panamanian, married, secretary, resident of Panama City, with Personal Identity Card No. 8-730-2423, wishing to form a stock corporation pursuant to the provisions of the General Corporation Law of the Republic of Panama, Law 32 of 1927, do hereby enter into an agreement of organization of such corporation as follows:---------------------------

FIRST: The name of the corporation is: **COSTANERAS 3B, S.A.** Corp.--------------------

SECOND: The principal object of the corporation is to engage in the Republic of Panama or any other country, colony or foreign territory, in the purchase, sale, transfer, disposal, dealing, finance, barter, ownership, administration, giving or taking money in loan, opening and managing bank accounts in Panama or in any part of the world, giving or taking in commission, mortgage, security, lease, use, usufruct, or receivership, any kind of property, whether real or personal stocks or rights, and make and accept all kinds of deals, contracts, operations, businesses and transactions of lawful commerce. The corporation could engage also in fulfilling all the activities, contracts, operations, business or transactions allowed by Law to the corporations [illegible]

(US$10,000.00) legal currency of the United States of America, divided into HUNDRED (100) shares with a nominal value of ONE HUNDRED DOL[illegible] (US$100.00) each. Shares shall be issued only in nominative form and the tit[illegible] stock certificates shall bear the autograph signature of the President and the Sec[illegible] or the Treasurer.---

<u>FIFTH:</u> The corporation will have its domicile in the city of Panama, Provin[illegible] Panama, Republic of Panama, but may establish branches and/or agencies in [illegible] parts of the Republic of Panama or abroad, as it deems convenient.---------------------

<u>SIXTH:</u> The stock registry required by law shall be kept in the Republic of Panama [illegible] any country in the world, as determined by the Board of Directors.---------------------

<u>SEVENTH:</u> The Board of Directors shall consist of no less than three (3) and no [illegible] than five (5) members, but they may be increased by a General Shareholders' Assem[illegible]

<u>EIGHTH:</u> The initial Directors of the corporation are: **ROBERT JASON MAR**[illegible] **SYLVIA MARTIN-MCGINNIS**, both with address at 1704 Windjammer Lane[illegible] Augustine, Florida (Fl). 32084 United States of America, and **ROXANNE ERKE**, [illegible] address at 601 Bowers Court, St. Augustine Beach. Fl 32080, United Sta[illegible] America.---

<u>NINTH:</u> The officers of the corporation shall be one President, one Secretary a[illegible] Treasurer, appointed by the Board of Directors. The Corporation may also ha[illegible] other officers, agents or representatives determined by the Board of Director[illegible] Officer may exercise more than one office ---

<u>TENTH:</u> The initial Officers of the corporation are: **ROBERT JASON M**[illegible] President Treasurer, **SYLVIA MARTIN-MCGINNIS**, Secretary ---------------------

<u>ELEVENTH:</u> The General Shareholders Assembly constitutes the supreme [illegible] corporation, but under no circumstances can they, by a majority vote [illegible] [illegible] acquired rights nor to impose a rest[illegible]

REPÚBLICA DE PANAMÁ
PAPEL NOTARIAL

REPÚBLICA DE PANAMÁ
Timbre Nacional
Notaría 8va PANAMÁ
Timbres que corresponden al presente documento son pagados por declaración jurada según Resolución de la DGI N° 201-2940 de 27 octubre de 2004
17/2/15 B/.5.00
08014081707160000015603[illegible]

NOTARÍA OCTAVA DEL CIRCUITO DE PANAMÁ

[illegible] the Board of Directors. Subject to the provisions of the law and to these articles of incorporation, the Board of Directors shall have the absolute control and full management of the business of the corporation and to that effect it may.-- ONE. Represent the corporation in all its negotiations with third parties, through its President or whoever acts in his place, and to do whatever may be required for the representation and defense of the properties, assets, rights and interests of the company, judicially or extrajudicially.--

TWO. To appoint officers, managers representatives or general or special attorneys as well as agents and mandataries of any kind, both in the Republic of Panama or in any other country.--- THREE. To dispose of, assign, transfer, waive, assess, mortgage, and lease, in whole or in part, the corporation properties and rights, and post bonds. The vacancies which may occur in the Board of Directors shall be filled by a vote of the majority of the remaining Directors. The meeting of the Board of Directors can be held in the Republic of Panama or abroad, and any Director may be represented and vote through proxy or proxies in any meeting of the Board.--

FOURTEENTH: No contract or any other transaction between [illegible] other corporation shall be affected or invalidated by the fact that any Director [illegible] of this corporation may be a Director or Officer of such other [illegible] Director or Officer of this corporation [illegible] interested in any contract or transaction of this [illegible] ------------------------

FIFTEENTH: The Resident Agent of the corporation in the Republic of Panama shall be the law firm MORGAN Y MORGAN, whose address is at Paseo del Mar and [illegible] Avenues, Costa del Este, MMG Tower, 23rd Floor, Panama City, Republic of Panama.---

SIXTEENTH: Each of the subscribers to these Articles of Incorporation agrees to subscribe one [illegible] share.---

As witness thereof we have issued and signed this charter of incorporation in the [illegible]

(Sgo.) By: MORGAN Y MORGAN. Alexis Medina Achón.------------------------------------

Concuerda con su original esta copia que expido, firmo y sello en la Ciudad de Panamá, República de Panamá, a los tres (3) días del mes de febrero de dos mil dieciséis (2016).

REPUBLICA DE PANAMA NOTARIA OCTAVA DEL CIRCUITO

Licenciado Víctor Manuel Aldana Aparicio
Notario Público Octavo

Registro Público de Panamá

FIRMADO POR: IRIS ANGELICA CAMPINES PINO
FECHA: 2016.02.19 15:53:32 -05:00
MOTIVO: FINALIZACION DE TRAMITE
LOCALIZACION: PANAMA, PANAMA

CONSTANCIA DE INSCRIPCIÓN

FINALIZADO EL TRAMITE SOLICITADO CON EL NÚMERO DE ENTRADA 21533/2016 (0), PRESENTADO EN ESTE REGISTRO EL DÍA 18/02/2016 A LAS 03:45 PM

DUEÑO DEL DOCUMENTO

COSTANERAS 3B, S.A.

DOCUMENTO/S PRESENTADO/S

ESCRITURA PÚBLICA NO. 1438
AUTORIZANTE: LIC. VICTOR MANUEL ALDANA APARICIO NO.8
FECHA: 03/02/2016
NÚMERO DE EJEMPLARES: 1

DOCUMENTO/S DE PAGO APORTADO/S

BOLETA DE PAGO 1400739692
IMPORTE SESENTA BALBOAS (B/. 60.00)
FECHA DE PAGO 18/02/2016

BOLETA DE PAGO DE TASA ÚNICA 1400739692
IMPORTE TRESCIENTOS BALBOAS (B/. 300.00)
FECHA DE PAGO 18/02/2016

ASIENTO/S ELECTRÓNICO/S PRACTICADOS (EN LA FINCA O FICHA)

(MERCANTIL) FOLIO Nº 155623887 ASIENTO Nº 1 APERTURA DE FOLIO ELECTRÓNICO
FIRMADO POR IRIS ANGÉLICA CAMPINES PINO
FECHA DE INSCRIPCIÓN: VIERNES, 19 DE FEBRERO DE 2016 (03:53 PM)

Este documento ha sido firmado con firma electrónica calificada por IRIS ANGÉLICA CAMPINES PINO

La autenticidad de este documento puede ser verificada en el Servicio Web de Verificación: https://www.registro-publico.gob.pa

TRANSLATION

PUBLIC OF PANAMA

NOTARY'S OFFICE OF PANAMA CIRC

Plaza Obarrio Building
Office #108
Ave. Samuel Lewis
Urb. Obarrio

Phone: 264-6270
264-3676
213-8028
Fax: 264-3506
Email: notariaoctava@cwpanama.net

COPY

DEED No. 1438, dated February 3rd, 2016

BY MEANS OF WHICH:

the CERTIFICATE OF INCORPORATION of the COSTANERAS 3B, S.A. Corporation is recorded.

José Silva
MORGAN & MORGAN
Reg. No. 8.225.1020

REPUBLIC OF PANAM
National Stamp
The stamps belonging to this document are paid by sworn statement in accordance with DG Resolution No. 20 2940 dated October 27th 2004
17/2 16 B 8.00

PUBLIC DEED NUMBER ONE THOUSAND FOUR HUNDRED THIRTY EIGHT-----------
-- (1,438) --ms-

By means of which the CERTIFICATE OF INCORPORATION of the **COSTANERAS 3B, S.A.** corporation is recorded.--

Panama. February 3rd. 2016.

In Panama City, Capital of the Republic and Seat of the Notary Circuit with the same name, on February 3rd, 2016, before me, Lic. VICTOR MANUEL ALDANA APARICIO, Eighth Notary Public of Panama Circuit, with personal identification document No. 4 107-627, the following parties appeared personally: QUERUBE CASTILLO DE NUÑEZ, woman, secretary, Panamanian, married, with legal age, who lives in this city, whose personal identification document No. is 8-435-42, and LINETH DEL CARMEN PONCE VERGARA, woman, secretary, Panamanian, married, with legal age, who lives in this city, whose personal identification document No. is 8-730-2423, to both of whom I attest I know and that they delivered to me, for it to be recorded by means of this Deed, to which, in turn, I thus record. THE CERTIFICATE OF INCORPORATION OF THE **COSTANERAS 3B, S.A.** CORPORATION- Such document comprehends four (4) typewritten sheets, the content of which is hereby transcribed. --

Such requested record is hereby carried out, and the respective copies will be issued upon request of each interested party.--- The Notary explains that one copy of this instrument must be registered and read, as it was, to the appearing parties, before the presence of the witnesses: JACINTO HIDALGO FIGUEROA, with personal identification document No. 2-64-556, and SELIDETH DE LEON, with personal identification document No. 8-59-147, both with legal age, Panamanian, and residents of this city, to whom I know and whom I declare as qualified to act in such capacity, having shown themselves in agreement, manifested their approval and all of them signed before me, the Notary that attests. --

The undersigned Notary likewise declares that this document has been prepared by the MORGAN Y MORGAN Lawyers firm and signed by Lic. Alexis Medina Achón, Atty. ------

THIS DEED IS NUMBERED AS ONE THOUSAND FOUR HUNDRED THIRTY EIGHT--

--(1,438)---

(Signed) Querube C. de Núñez. -------------------------------- Lineth Ponce.-----------------

(Signed) Jacinto Hidalgo Figueroa. -------------------------- Selideth De León.-------------

VICTOR MANUEL ALDANA APARICIO, Eighth Notary Public of Panama Circuit. ---------

----

CERTIFICATE OF INCORPORATION OF **COSTANERAS 3B, S.A.** Corp.---------------

Organized under the General Law on Corporations of the Republic of Panama.

We, the undersigned, QUERUBE CASTILLO DE NUÑEZ, woman, with legal age, Panamanian, married, secretary, who lives in this city, whose personal identification document No. is 8-435-42 and LINETH DEL CARMEN PONCE VERGARA, woman, with legal age, Panamanian, married, secretary, who lives in this city, whose personal identification document No. is 8-730-2423, wish to incorporate a joint stock company, in accordance with the provisions made by Law 32, dated 1927, with regards to corporations, and therefore, hereby celebrated an agreement to incorporate such corporation, which includes the following clauses:---

<u>FIRST:</u> The name of the corporation is: **COSTANERAS 3B, S.A.**-Corp.-----------------

<u>SECOND:</u> The main purpose of this corporation is to do the following, either in the Republic of Panama or in any other country, colony or foreign land: to buy, sell, transfer, have authority over, negotiate, finance, exchange, own, manage, give or take money on loan, open and close bank accounts in Panama or anywhere worldwide, give or take on commission, mortgage, security, lease, use, usufruct, or antichresis all kinds of goods personal or real property, shares or rights, as well as to celebrate and execute any type of legitimate commercial transactions, businesses, operations, contracts or legal acts. The Company will, likewise, be entitled to carry out all transactions, businesses, operations, contracts or legal acts permitted by the Law to

REPUBLIC OF PANAMA
National Stamp
The Stamps belonging to this document are paid by sworn statement in accordance with DG Resolution No. 201-2540 dated October 27th 2004

PANAMA

corporations. ---

THIRD: The life of the corporation will be unlimited, being possible to dissolve it at any time, by means of resolution enacted by Meeting of Stockholders, by vote of majority of the stock issued. ---

FOURTH: The capital stock amounts to TEN THOUSAND DOLLARS (USD10,000.00), legal tender of the Unites States of America, divided in ONE HUNDRED (100) shares with a nominal value of ONE HUNDRED DOLLARS (USD100.00) each. The shares will be solely issued in registered form and the stock certificates or titles will have the handwritten signature of the President and the Secretary or the Treasurer. ------------------------------------

FIFTH: The corporate address will be in Panama City, Panama Province, Republic of Panama, and the corporation will be entitled to establish branches and/or agencies in any point within the Republic of Panama or abroad, at its own discretion.---------------------------

SIXTH: The Stock Ledger required by the Law will be kept in the place assigned by the Board of Directors, within or without the Republic of Panama.-------------------------------------

SEVENTH: The number of directors will not be less than three (3) or higher than five (5), but it could be increased by the Board of Stockholders. --

EIGHTH: The first directors of the corporation are: **ROBERT JASON MARTIN, SYLVIA MARTIN-MCGINNIS,** both with an address in 1704 Windjammer Lanesaint Augustine, Florida (Fl), 32084 United States of America, and **ROXANNE ERKE,** with an addres in 601 Bowers Court, St. Augustine Beach, Fl 32080, United States of America. ----------------

NINTH: The Officers of the Corporation will be: a President, a Secretary and a Treasurer, all appointed by the Board of Directors. The corporation could, likewise, have any other officer, agent or representative, as determined by the Board of Directors. --- Any of the Officers will be entitled to be assigned more than one role. --------------------------------------

TENTH: The first officers of the corporation are: **ROBERT JASON MARTIN,** President Treasurer, **SYLVIA MARTIN-MCGINNIS** Secretary.---------------------------------

ELEVENTH: The Board of Stockholders constitutes the supreme authority of the Corporation. Nevertheless, under no circumstances will it be entitled to, by vote of the majority, deprive the stockholders from their acquired rights or impose on them any resolution that goes against the Certificate of incorporation or

In witness whereof, we issued and signed this Certificate of Incorporation in Panama City, on February the 3rd, 2016. --

(Signed) Querube C. de Núñez.--------------------------- Lineth Ponce------------------------

This document has been prepared by the MORGAN Y MORGAN law firm. -----------------

(Signed) By: MORGAN Y MORGAN, Alexis Medina Achón. -----------------------------------

----

ARTICLES OF INCORPORATION OF **COSTANERAS 3B, S.A.** ------------------

Organized under the General Corporation Law of the Republic of Panama. ---------------

We, the undersigned. QUERUBE CASTILLO DE NUÑEZ, female, of legal age, Panamanian, married, secretary, resident of Panama City, with Personal Identity Card No. 8-435-42 and LINETH DEL CARMEN PONCE VERGARA, female, of legal age, Panamanian, married, secretary, resident of Panama City, with Personal Identity Card No. 8-730-2423, wishing to form a stock corporation pursuant to the provisions of the General Corporation Law of the Republic of Panama, Law 32 of 1927, do hereby enter into an agreement of organization of such corporation as follows: ----------------------------

FIRST: The name of the corporation is: **COSTANERAS 3B, S.A.** ------------------

SECOND: The principal object of the corporation is to engage in the Republic of Panama or any other country, colony or foreign territory, in the purchase, sale, transfer, disposal, dealing, finance, barter, ownership, administration, giving or taking money in loan, opening and managing bank accounts in Panama or in any part of the world, giving or taking in commission, mortgage, security, lease, use, usufruct, or receivership, any kind of property, whether real or personal stocks or rights, and make and accept all kinds of deals, contracts, operations, businesses and transactions of lawful commerce. The corporation could engage also in fulfilling all the activities, contracts, operations business or transactions allowed by Law to the corporations.-------------------------------

THIRD: The duration of the corporation shall be perpetual, but it may be dissolved at any time by resolution of the Shareholder's Meeting which resolution must be adopted by a majority vote of the outstanding shares. ---

FOURTH: The authorized capital of the Corporation is TEN THOUSAND DOLLARS

(US$10.000.00) legal currency of the United States of America, divided into ONE HUNDRED (100) shares with a nominal value of ONE HUNDRED DOLLARS (US$100.00) each. Shares shall be issued only in nominative form and the titles or stock certificates shall bear the autograph signature of the President and the Secretary or the Treasurer.--

FIFTH: The corporation will have its domicile in the city of Panama, Province of Panama, Republic of Panama, but may establish branches and/or agencies in other parts of the Republic of Panama or abroad, as it deems convenient.--

SIXTH: The stock registry required by law shall be kept in the Republic of Panama or in any country' in the world, as determined by the Board of Directors. ----------------------------

SEVENTH: The Board of Directors shall consist of no less than three (3) and no more than five (5) members, but they may be increased by a General Shareholders Assembly.

EIGHTH: The initial Directors of the corporation are: **ROBERT JASON MARTIN, SYLVIA MARTIN-MCGINNIS,** both with address at 1704 Windjammer Lanesaint Augustine, Florida (Fl). 32084 United States of America, and **ROXANNE ERKE,** with address at 601 Bowers Court, St. Augustine Beach, Fl 32080, United States of America.

NINTH: The officers of the corporation shall be one President, one Secretary and one Treasurer, appointed by the Board of Directors. The Corporation may also have any other officers, agents or representatives determined by the Board of Directors. Any Officer may exercise more than one office.---

TENTH: The initial Officers of the corporation are: **ROBERT JASON MARTIN,** President/Treasurer, **SYLVIA MARTIN-MCGINNIS**, Secretary.--------------------------------

ELEVENTH: The General Shareholders' Assembly constitutes the supreme power of the corporation, but under no circumstances can they, by a majority vote, deprive the shareholders of their acquired rights nor to impose a resolution contrary to the articles of incorporation or the by-laws. --

TWELFTH: The General Shareholder's Assembly can take place either in Panama or in any other country. --

THIRTEENTH: The business of the corporation shall be administered and conducted

REPUBLIC OF PANAMA
National Stamp
The Stamps belonging to this document are paid by sworn statement in accordance with DG Resolution No. [illegible] dated October 27th 2004

Notary's Office
PANAMA

by the Board of Directors. Subject to the provisions of the law and to these articles of incorporation. the Board of Directors shall have the absolute control and full management of the business of the corporation and to that effect it may:-- ONE. Represent the corporation in all its negotiations with third parties. through its President or whoever acts in his place, and to do whatever may be required for the representation and defense of the properties. assets. rights and interests of the company. judicially or extrajudicially. ---

TWO. To appoint officers, managers representatives or general or special attorneys as well as agents and mandataries of any kind, both in the Republic of Panama or in any other country.-- THREE. To dispose of, assign. transfer, waive, assess, mortgage, and lease, in whole or in part. the corporation properties and rights, and post bonds. The vacancies which may occur in the Board of Directors shall be filled by a vote of the majority of the remaining Directors. The meeting of the Board of Directors can be held in the Republic of Panama or abroad, and any Director may be represented and vote through proxy or proxies in any meeting of the Board. --

FOURTEENTH: No contract or any other transaction between corporation and tiny other corporation shall be affected or invalidated by the fact that any Director or Officer of this corporation may be a Director or Officer of such other corporation; and any Director or Officer of this corporation. individually or jointly. may be part of or be interested in any contract or transaction of this corporation. --

FIFTEENTH: The Resident Agent of the corporation in the Republic of Panama shall be the law firm MORGAN Y MORGAN, whose address is at Pasco del Mar and Pacific Avenues. Costa del Este. MMG Tower. 23rd Floor. Panama City. Republic of Panama -

SIXTEENTH: Each of the subscribers to these Articles of Incorporation agrees to subscribe one (1) share. ---

As witness thereof we have issued and signed this Charter of Incorporation in the city of

Panama, Republic of Panama, today the third (3rd) day of February of the year two thousand and sixteen (2016). --

(Sgd.) Querube C. de Nuñez. --------------------------------Lineth Ponce--------------------------

This document has been elaborated by the law firm MORGAN Y MORGAN. ---------------

(Sgd.) By: MORGAN Y MORGAN. Alexis Medina Achón. --

This copy is consistent with the original one, and is hereby issued, signed and stamped by me, in Panama City, on February the 3rd, 2016.

[Seal:]
REPUBLIC OF PANAMA
8TH NOTARY'S OFFICE OF THE CIRCUIT
[Signature]

Public Registry of Panama

SIGNED BY: IRIS ANGELICA CAMPINES PINO
DATE: 2016.02.19 15:53:32 -05:00
REASON: COMPLETION OF PROCEDURES
LOCATION: PANAMA, PANAMA

PROOF OF REGISTRATION

THE REQUESTED PROCEDURES WITH THE ENTRY NUMBER 71533/2016 (0), SUBMITTED TO THIS REGISTRY ON 02/18/2016 AT 3:45 PM HAVE BEEN COMPLETED.

DOCUMENT OWNER

COSTANERAS 3B, S.A.

SUBMITTED DOCUMENT(S)

PUBLIC DEED No. 1438
AUTHORIZED BY: LIC. VICTOR MANUEL ALDANA APARICIO No. 8
DATE: 02/03/2016
NUMBER OF COPIES: 1

PROOF(S) OF PAYMENT SUBMITTED

RECEIPT 1400739692
AMOUNT: SIXTY BALBOAS (B/. 60.00)
DATE OF PAYMENT: 02/18/2016

FLAT-RATE RECEIPT 1400739692
AMOUNT: THREE HUNDRED BALBOAS (B/. 300.00)
DATE OF PAYMENT: 02/18/2016

DIGITAL RECORD(S) CARRIED OUT (AS PROPERTY OR AS A COMPANY)

(COMMERCIAL) FOLIO No. 155623887 RECORD No. 1 OPENING OF DIGITAL FOLIO
SIGNED BY IRIS ANGÉLICA CAMPINES PINO
DATE OF REGISTRATION: FRIDAY, FEBRUARY the 19th, 2016 (3:53 PM)

This document has been signed with a qualified digital signature by IRIS ANGÉLICA CAMPINES PINO.

The authenticity of this document can be verified in the Web Verification Service: https://www.registro-publico.gob.pa

STATEMENT OF TRANSLATION

I, Nicolas, hereby declare that I have done the Translation of "Jason Martin Project-Updated", from the Spanish (Latin American) to the English Language, to the best of my knowledge.

July,31, 2019

Nicolas

Costaneras - 3B. S.A.
1704 Windjammer Lane
Saint Augustine, Florida 32084 USA
904-806-0690
costaneras3b@gmail.com

[illegible]
[illegible]
[illegible] Bruce
[illegible]
P.O. Box 6327
Tallahassee, FL 32314

August3, 2019

Dear Ms. Bruce,
Please find enclosed my original application along with a translated copy of our Articles of Incorporation, along with the attestation from he translation service as to the accuracy of the translation.
I understand that within the time limit, the previously paid fee with continue the processing of this registration.

Sincerely,

- Robert Jason Martin, 904-806-0690
- Costaneras-3B

Costaneras - 3B, S.A. Corp.
1704 Windjammer Lane
Saint Augustine, Florida 32084 USA
904-806-0690
costaneras3b@gmail.com

Florida Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

September 15, 2019

Dear Division of Corporations,
Please find my Registration application enclosed. It has been modified as requested to include "Corp." in the corporation's name.

This lengthy process has taken months and has delayed the filing of our fictitious name for operating. I hope this will be all that is necessary for the registration.

Sincerely,

- Robert Jason Martin, President
- Costaneras-3B 904-806-0690

Registro Público de Panamá

No. 1860301

FIRMADO POR: ANA FELICIA MEDINA ESCUDERO
FECHA: 2019.08.27 16:05:49 -05:00
MOTIVO: SOLICITUD DE PUBLICIDAD
LOCALIZACION: PANAMA, PANAMA

AnaFelicia Medina

CERTIFICADO DE PERSONA JURÍDICA

CON VISTA A LA SOLICITUD
335389/2019 (0) DE FECHA 27/08/2019
QUE LA SOCIEDAD

COSTANERAS 3B, S.A.
TIPO DE SOCIEDAD: SOCIEDAD ANONIMA
SE ENCUENTRA REGISTRADA EN (MERCANTIL) FOLIO Nº 155623887 DESDE EL VIERNES, 19 DE FEBRERO DE 2016
- QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

- QUE SUS CARGOS SON:
AGENTE RESIDENTE: MORGAN Y MORGAN
DIRECTOR / PRESIDENTE: ROBERT JASON MARTIN
TESORERO: ROBERT JASON MARTIN
DIRECTOR: ROXANNE ERKE
DIRECTOR / SECRETARIO: SYLVIA MARTIN-MCGINNIS

- QUE SU CAPITAL ES DE 10,000.00 DÓLARES AMERICANOS

- QUE SU DURACIÓN ES PERPETUA
- QUE SU DOMICILIO ES PANAMÁ , DISTRITO PANAMÁ, PROVINCIA PANAMÁ

ENTRADAS PRESENTADAS QUE SE ENCUENTRAN EN PROCESO

NO HAY ENTRADAS PENDIENTES .

EXPEDIDO EN LA PROVINCIA DE PANAMÁ EL MARTES, 27 DE AGOSTO DE 2019A LAS 04:05 PM.

NOTA: ESTA CERTIFICACIÓN PAGÓ DERECHOS POR UN VALOR DE 30.00 BALBOAS

PUBLIC REGISTRY OF PANAMA

Signed by: ANA FELICIA MEDINA
ESCUDERO (Signed) No.1860301
Date: 2019.08.27 16:05:49 -05:00
Purpose: Request of Public Record
Place: Panama, Panama

JURIDICAL PERSON CERTIFICATE

IN VIEW OF THE REQUEST

335389/2019 (0) dated 08/27/2019

THAT THE CORPORATION

COSTANERAS 3B, S.A.
Type of Company: Corporation
Is recorded under (Trade) Registration No. 155623887 (S) since Friday, February 19, 2016
That the corporation is in force.

THAT ITS OFFICERS ARE:
RESIDENT AGENT: MORGAN & MORGAN
DIRECTOR/ PRESIDENT: ROBERT JASON MARTIN
TREASURER: ROBERT JASON MARTIN
DIRECTOR: ROXANNE ERKE
DIRECTOR/ SECRETARY: SYLVIA MARTIN-MCGINNIS

That its capital is 10,000.00 AMERICAN DOLLARS

That its duration is Perpetual.

That its domicile is Panama, Panama District, Panama Province

PENDING ENTRIES

NO PENDING ENTRIES

ISSUED IN THE PROVINCE OF PANAMA, ON TUESDAY, AUGUST 27, 2019 AT 04:05 PM.

NOTE: This certification paid rights for a value of 30.00 Dollars

Validate your electronic document through the QR CODE printed at the foot of this page or the Electronic Identifier: C426CA97-483E-4BD3-B4DB-EDF1CBC4B082 Public Registry of Panama – Via España Avenue, in front of Hospital San Fernando P.O. Box 0830 – 1596, Panama, Republic of Panama – (507)501-6000

THIS IS A TRUE TRANSLATION INTO THE ENGLISH LANGUAGE OF THE ORIGINAL DOCUMENT WRITTEN IN SPANISH.

PANAMA, AUGUST 28, 2019.