

F19000005310

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

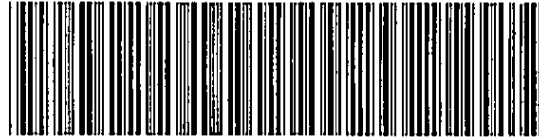
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** ALIMENTOS NATROPIC 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:

ELENA MARQUEZ

Name of Person

Firm/Company

2721 N. PINE ISLAND RD APT 104

Address

SUNRISE, FL 33322

City/State and Zip code

CASYABUSINESS@ YAHOO.COM

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

For further information concerning this matter, please call:

PINA YADONISI

954

3625194

at ( )

Name of Person

Area Code

Daytime Telephone Number

### STREET/COURIER ADDRESS:

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

### MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee      ☐ \$78.75 Filing Fee & Certificate of Status      ☐ \$78.75 Filing Fee & Certified Copy      ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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.*

ALIMENTOS NATROPIC S.A., CORP.

1. \_\_\_\_\_  
(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)

VENEZUELA

2. \_\_\_\_\_ 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

11/28/2003

4. \_\_\_\_\_ 5. \_\_\_\_\_  
(Date of incorporation) (Date of duration, if other than perpetual)

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

PARQUE INDUSTRIAL LA QUIZANDA, AVENIDA CIRCUNVALACION GALPON 107

7. \_\_\_\_\_  
(Principal office address)

VALENCIA, CARABOBO - VENEZUELA

(Current mailing address, if different)

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

Name: CASYA BUSINESS SOLUTIONS CORP.

Office Address: 15800 PINES BLVD SUITE 305

PEMBROKE PINES, Florida 33027  
(City) (Zip code)

9. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
\_\_\_\_\_  
(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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

**A. DIRECTORS**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: HEBERTO MARQUEZ

Address: 2721 N. PINES ISLAND RD APT 104

SUNRISE, FL 33322

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: HEBERTO MARQUEZ

Address: 2721 N. PINES ISLAND RD APT 104

SUNRISE, FL 33322

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: ELENA MARQUEZ

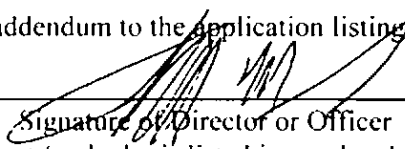
Address: 2721 N. PINES ISLAND RD APT 104, SUNRISE FL 33322

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

10/28/19

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.

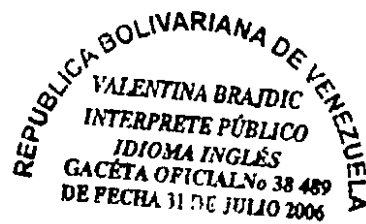
13. HEBERTO MARQUEZ

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



I, the undersigned, **VALENTINA BRAJDIC STOJANOVIC**, telephone number (+58) 424 4237374 / 241 913 0915, Venezuelan, of legal age and of this domicile, holder of Identification Card No. V-16,579,684, **Public Interpreter in the English language in and for the Bolivarian Republic of Venezuela**, as evidenced by valid Title authorized by the Ministry of Justice on March 23<sup>rd</sup>, 2006, and recorded with the Main Office of the Public Registry of the Federal District on March 20<sup>th</sup>, 2006, under No. 287, Volume 28, and filed at the First Civil, Commercial and Traffic Court of First Instance of the Judicial Circuit of the Carabobo State on May 8<sup>th</sup>, 2006, and published in the Official Gazette of the Bolivarian Republic of Venezuela No. 38,489 of July 31<sup>st</sup>, 2006, **DO HEREBY CERTIFY THAT:** A document in the Spanish language has been submitted to me whose faithful translation into the English language reads as follows:

<b>BOLIVARIAN REPUBLIC OF VENEZUELA</b>		[There appears a Barcode].-
[Logo:] [SENIAT, Integrated National Customs and Tax Administration Service]. - <b>SENIAT</b>		DOCUMENT No. : 201310E0000005331319
<b>INTEGRATED NATIONAL CUSTOMS AND TAX ADMINISTRATION SERVICE</b>		2013 NOV - 6 PM 2:01
<b>MINISTRY OF THE POPULAR POWER FOR BANKING AND FINANCE</b>		
[RIF, Tax Information Registry]. - <b>RIF: G-20000303-0</b>		
<b>TAX INFORMATION REGISTRY (RIF)</b>		
<b>J312173998</b> ALIMENTOS NATROPIC, S.A.		<b>REGISTRATION DATE:</b> Oct/15/2004
		<b>DATE OF LAST UPDATE:</b> Oct/28/2019
<b>FISCAL ADDRESS:</b> AV CIRCUNVALACION SUR ESTE LOCAL GALPON NRO. NO 107 NRO. 107 URB ZONA INDUSTRIAL LA QUIZANDA VALENCIA CARABOBO ZIP CODE 2003		<b>EXPIRATION DATE:</b> Oct/28/2022
<b>SPECIAL TAXPAYER DIVISION (VALENCIA)</b>	<b>3312173998-1DG</b>	[There appears a Quick Response code]. -
		<b>AUTHORIZED SIGNATURE</b>
<b>Condition: VAT Ordinary Taxpayer and VAT Withholding Agent: The condition of this</b>		



taxpayer requires the withholding of 75% of the tax incurred, unless it incurs in the precepts established for the Withholding of the 100%.

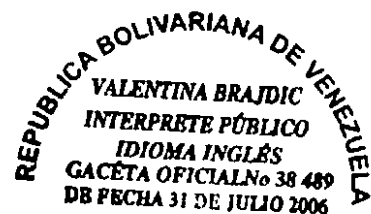
The validity of this Document proof must be verified through the address [www.seniat.gob.ve](http://www.seniat.gob.ve), Online systems through the option 'Digital Document Consultation RIF'. It does not require wet seal.

**[End of translation]**

I hereby **ATTEST** that the above translation is a faithful and true version of the original document written in the Spanish language and committed to me for translation into the English language **IN WITNESS WHEREOF** I have hereunto set my Hand and Seal on this 23<sup>rd</sup> day of October of 2019.

**Valentina Brajdic Stojanovic**  
**Public Interpreter**  
**English Language in and for the**  
**Bolivarian Republic of Venezuela**  
**[www.traductoresvenezuela.com](http://www.traductoresvenezuela.com)**

2019 NOV -6 PM 2:31



Valentina Brajdic



N° COMPROBANTE: 201310E0000005331319

### REGISTRO ÚNICO DE INFORMACIÓN FISCAL (RIF)

**J312173998** ALIMENTOS NATROPIC, S.A.

**FECHA DE INSCRIPCIÓN:** 15/10/2004

**DOMICILIO FISCAL** AV CIRCUNVALACION SUR ESTE LOCAL GALPON NRO. NO 107  
NRO. 107 URB ZONA INDUSTRIAL LA QUIZANDA VALENCIA CARABOBO ZONA  
POSTAL 2003

**FECHA DE ÚLTIMA ACTUALIZACIÓN:** 28/10/2019

**FECHA DE VENCIMIENTO:** 28/10/2022

**DIVISIÓN DE CONTRIBUYENTES ESPECIALES  
(VALENCIA)**

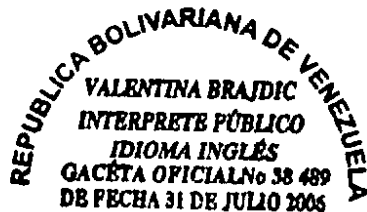
**3312173998-IDG  
FIRMA AUTORIZADA**



**Condición: Contribuyente Ordinario del IVA y Agente de Retención del IVA:** La condición de este contribuyente requiere la retención del 75% del impuesto causado, salvo que incurra en los supuestos establecidos para la retención del 100%.

La validez de este Comprobante debe verificarse a través de la dirección [www.seniat.gob.ve](http://www.seniat.gob.ve), Sistemas en Línea mediante la opción 'Consulta Comprobante Digital RIF'. No requiere sello húmedo.

2019 NOV -6 P:12:31



I, the undersigned, **VALENTINA BRAJDIC STOJANOVIC**, telephone number (+58) 424 4237374 / 241 913 0915, Venezuelan, of legal age and of this domicile, holder of Identity Card No. V-16,579,684, **Public Interpreter in the English language in and for the Bolivarian Republic of Venezuela**, as evidenced by valid Title authorized by the Ministry of Justice on March 23<sup>rd</sup>, 2006, and recorded with the Main Office of the Public Registry of the Federal District on March 20<sup>th</sup>, 2006, under No. 287, Volume 28, and filed at the First Civil, Commercial and Traffic Court of First Instance of the Judicial Circuit of Carabobo State on May 8<sup>th</sup>, 2006, and published in the Official Gazette of the Bolivarian Republic of Venezuela No. 38,489 of July 31<sup>st</sup>, 2006, **DO HEREBY CERTIFY THAT:** A document in the Spanish language has been submitted to me whose faithful translation into the English language reads as follows:

**FOLIO 1**

*[There appear some round inked seals that read:]* Bolivarian Republic of Venezuela - SECOND MERCANTILE REGISTRY OFFICE - *[Great Coat of Arms of the Republic]* - of the Judicial Circuit of Carabobo State.

*[Great Coat of Arms of the Republic].-*

**MINISTRY OF THE INTERIOR AND JUSTICE**

**SECOND MERCANTILE REGISTRY OFFICE**

OF THE JUDICIAL CIRCUIT OF CARABOBO STATE

XIOMARA MIRABAL VELAZQUEZ, Ph.D., SECOND DEPUTY MERCANTILE REGISTRAR OF THE JUDICIAL CIRCUIT OF CARABOBO STATE.

**DOES HEREBY CERTIFY**

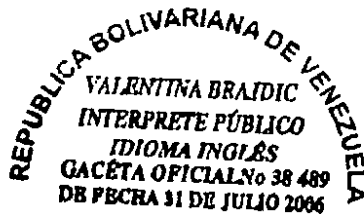
That the Commercial Registry entry transcribed below, whose original is registered in Volume: 55-A-.. Number: 10.

as well as THE PARTICIPATION, NOTE AND DOCUMENT that are copied immediately are the faithful transfer of their originals, which are the following:

2019 NOV -6 PM 2:34

11 - B - A





THIS FOLIO BELONGS TO:  
ALIMENTOS NATROPIC, S.A.  
40/SAN

*[There appear some fiscal stamps affixed and voided for the total amount of VEF 6,000.00].-*

**FOLIO 2**

*[There appear some round inked seals of the Second Mercantile Registry Office of Carabobo State].-*

*[Great Coat of Arms of the Republic].-*

**MINISTRY OF INTERIOR RELATIONS AND JUSTICE**

**SECOND MERCANTILE REGISTRY OFFICE**

**OF THE JUDICIAL CIRCUIT OF CARABOBO STATE**

Valencia, on this, November the twenty-eighth (28) of the year 2003  
Historical years: (193<sup>rd</sup> and 144<sup>th</sup>). Having read the preceding  
participation. Complied as have been the requisites of Law: Let it be  
registered in the Mercantile Registry Office together with the document  
submitted; let the respective entry be set and published, make up the  
Company file and file the original along with the copy of the Bylaws  
and other accompanying collections. Let the publication copy be issued.  
The preceding Document drafted by: JUAN COGORNO A.- is registered  
in the Mercantile Registry Office under No. 10 VOLUME 55-A. Duties  
paid VEF. 135540.00-87300.00. According to RM form No. 99315-  
99316. SENIAT [SENIAT, National Integrated Service of Customs and Tax  
Administration] No. 0329642 for VEF. 97970.00.- The identification was  
made as follows: HECTOR ANTONIO TORO ACOSTA ID Card No.  
4450525.-

Second Deputy Mercantile Registrar

Signed. XIOMARA MIRABAL VELAZQUEZ, Ph.D.

THIS FOLIO BELONGS TO:  
ALIMENTOS NATROPIC, S.A.

2013 NOV 28



2015 NOV -6 PM 2:31

CON/ 40/SAN

*[Inked seal on the right side of the page that reads:]* Sandra Fuenmayor - *[Signed illegible].-*

**FOLIO 3**

*[There appear some round inked seals of the Second Mercantile Registry Office of Carabobo State].-*

*[There appears an inked seal that reads:]* Juan E. Cogorno Acosta - Attorney - Bar Association Registration No.: 9,065 - *[Signed illegible].-*

*[Inked seal of Sandra Fuenmayor] - [Signed illegible].-*

*[Handwritten:]* REV. - Nov-28-03

Mr.

Mercantile Registrar of the Judicial Circuit of Carabobo State.

Your office.-

I, **HECTOR ANTONIO TORO ACOSTA**, Venezuelan, of legal age, married, holder of the identity card No. 4,450,525, and of this domicile, fully empowered by the Articles of incorporation-bylaws record of "**ALIMENTOS NATROPIC, S.A.**", with due compliance, I appear before you to request you to register in the Mercantile Registry under your dignified position the Articles of incorporation-bylaws document of the company that I represent, which I submit in three (3) useful pages.

I also submit a bank deposit form that proves the payment of the capital stock made by the partners.

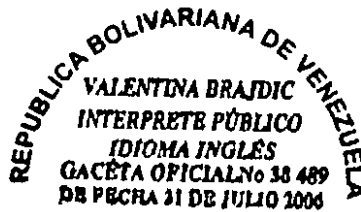
Finally, I request to be issued a certified copy of this participation, for the subsequent legal purposes.

"Valencia, on its submission date.-

*[Signed illegible].-*

*[Inked seal that reads on the right margin that reads:]* REVISED

*[Illegible name]* C. Bermudes Q. - ATTORNEY.



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[Inked seal that reads:] SECOND MERCANTILE REGISTRY OFFICE OF THE JUDICIAL CIRCUIT OF CARABOBO STATE - DAY AND TIME: NOV-28-2003 - DUTIES: 222,840 - FORM: 99315 - 99316 - [Signed illegible].- [There appear some fiscal stamps affixed and voided for the total amount of VEF 2,500.00].-

#### **FOLIO 4**

[There appear some round inked seals of the Second Mercantile Registry Office of Carabobo State].-

[There appears an inked seal of Juan E. Cogorno Acosta, Esq.].- [Signed illegible].-

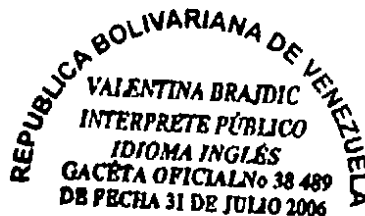
We: **JACK ADOLFO ORTIZ GÓMEZ**, Venezuelan, of legal age, widower, holder of the identity card No. 16,184,220 and **HEBERTO MARQUEZ RINCON**, Venezuelan, of legal age, divorced, holder of the identity card No. 3,924,783, proceeding in this act in my capacity as main director of **MARTECHS, S.A.**, trading company domiciled in the city of Valencia, Carabobo State, registered before the First Mercantile Registry Office of the Judicial Circuit of Carabobo State, on the 15<sup>th</sup> day of May of 1998, under No. 25, volume 42-A, both of this domicile, do hereby state: We have decided to incorporate as indeed we do, a Limited Company that will be ruled by the clauses contained in this Articles of Incorporations-bylaws document, which have been drafted broadly and sufficiently to also serve as bylaws.

#### **TITLE I**

##### **NAME, OBJECT, ADDRESS, AND DURATION OF THE COMPANY.-**

**FIRST:** The company name is: "**ALIMENTOS NATROPIC, S.A.**".

**SECOND:** The purpose of the company is: The manufacture, production, import, export, distribution and sale of food products of animal, vegetable, mineral, fruit, dairy origin and their derivatives, as well as the transformation of raw materials into pasteurized, homogenized, emulsified, sterilized products and everything related to



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food in any of its kinds. Likewise, the company may develop technical assistance in the field already described and in general the performance of any commercial licit activity related to the object of the company. **THIRD:** The domicile of the company is the city of Valencia, Carabobo State and it will have its head office at *Centro Profesional Norte, piso 3 oficina Nro. 3-3, Urb. Carabobo, avenida "B"*, under the jurisdiction of San José Municipality, Valencia District, Carabobo State and it may establish branches and agencies throughout the Republic territory. **FOURTH:** The company will have a duration of fifty (50) years, counted from the date of its registration in the mercantile registry office. This term may be extended or reduced in the opinion of the shareholders' meeting.

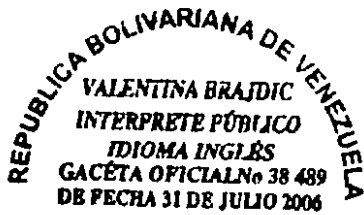
## **TITLE II**

### **STOCK CAPITAL AND SHARES.**

#### **OVERLEAF**

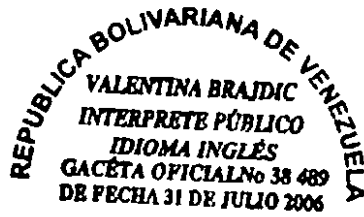
*[There appear some round inked seals of the Second Mercantile Registry Office of Carabobo State].-*

**FIFTH:** The capital of the company is **THREE MILLION BOLIVARS (Bs. 3,000,000.00)**, divided into **THREE THOUSAND (3,000)** registered shares, not convertible to the bearer with a value of **ONE THOUSAND BOLIVARS (Bs. 1,000.00)** each one. Said capital has been fully subscribed and paid by the partners as follows: The partner **JACK ADOLFO ORTIZ GÓMEZ**, has subscribed **ONE THOUSAND FIVE HUNDRED (1,500)** shares, worth **ONE MILLION FIVE HUNDRED THOUSAND BOLIVARS (Bs. 1,500,000.00)**, which he has paid in one hundred percent (100%) of their value; and the partner, **MARTECHS, S.A.**, has subscribed **ONE THOUSAND FIVE HUNDRED (1,500)** shares, worth **ONE MILLION FIVE HUNDRED THOUSAND BOLIVARS (Bs. 1,500,000.00)**, which it has paid in one hundred percent (100%) of their value. The bank deposit form is submitted proving the payment



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of the capital stock made by the partners to the company. **SIXTH:** The shares are indivisible as regards the company, which will only recognize one owner for each share. The shares will be issued in single or multiple titles representing one or more shares respectively as requested by the shareholder. The owner of a multiple title may request division into several titles. Temporary share certificates may be issued as long as the definitive titles are not issued. Both titles and certificates will be signed by one of the directors. In case of loss, theft, destruction or deterioration of a title or a share and provided that this fact is proven to the satisfaction of the shareholders' meeting, the company may proceed to issue a new title or share. To this end, the shareholder may be required the guarantees deemed as appropriate. **SEVENTH:** The shares grant their holders equal rights and obligations. Each share entitles one vote in the meetings, both ordinary and extraordinary. **EIGHTH:** The transfer of the shares will be by transfer made in the shareholders' book, signed by the assignor, by the assignee or by his/her proxies and by any of the directors of the company, the same entry will be made in the respective titles. **NINTH:** The shareholders of the company will have preference for the subscription of new shares in case of capital increase and for the purchase of shares that another owner decides to dispose of. If several shareholders express their willingness to acquire shares, as the case may be, they will be distributed among them proportionally to the amount they hold in shares in the company. In the event that any holder decides to partially or totally dispose of their shares, they must participate in writing to the directors indicating the number of shares whose disposal they have decided, the price offered and the payment methods, the name, surname, profession and address of the person who has expressed his/her willingness to acquire them. If [Continued...]



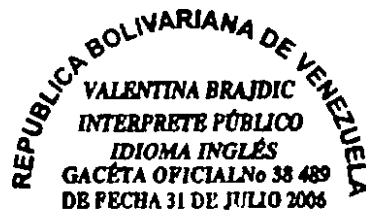
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[Continues...] if there were several applicants, they will have to inform the previous details corresponding to each one of them. In a term not exceeding five (5) consecutive business days, counted from the receipt of this participation, the directors also in writing will make the corresponding participation to the other shareholders of the company, who in a period not exceeding thirty (30) continuous days, must state whether or not they exercise the right of preference. After this period has elapsed and if there has been no manifestation by the shareholders of being interested in acquiring the shares, the shareholder will be free to carry out the transaction with the persons and under the conditions indicated in their participation.

### **TITLE III** **OF THE ADMINISTRATION. -**

**TENTH:** The administration of the company will be in charge of two (2) partner-directors or not, appointed by the shareholders' meeting, one of which will be signed "A". They will last five (05) years in the exercise of their functions, they will be re-elected, and will remain in their positions until the new directors are appointed. The directors acting jointly will have the broadest powers of provision and administration and will be able to work for the company to contract the obligations derived from the acts or contracts that they subscribe, consequently, they will be able to exercise the following attributions:  
a) Representing the company judicially or extra judicially, being able to establish agents for the adequate representation of the company, empowering them to agree on the demand, desisting, accepting, settling in arbitration, requesting the decision according to equity, making positions in auctions, receiving amounts of money and having the right in litigations; b) Executing the operations that correspond to



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the company's business with powers to acquire movable and immovable property, selling and in any way disposing of movable and immovable property; to establish mortgages, pledges and other encumbrances and exercising disposal powers c) Appointing, hiring and removing employees and determining the personnel remuneration; d) Convening and presiding over the ordinary and extraordinary meetings; e) Deciding on the performance of any act or contract in which the company is interested; f) Granting, requesting, contracting and mobilizing loans of any nature and bank loans; opening and closing bank accounts and withdrawing [Continued...]

#### **OVERLEAF**

*[There appear some round inked seals of the Second Mercantile Registry Office of Carabobo State].-*

*[Continues...]* money from it, by means of checks and payment orders, the functions authorized in this paragraph may be executed individually by the director with signature "A"; g) Ridding, accepting, endorsing, guaranteeing, discounting and protesting bills of exchange, checks and other commercial effects, the functions authorized in this paragraph may be executed individually by the director with signature "A"; h) Complying with the decisions and agreements of the general shareholders' meeting; i) Exercising the necessary powers for the good progress of the company, in accordance with the provisions of these bylaws and the Commercial Codes. **SINGLE:** The directors will deposit five (5) shares of the company's cash flow, for the purposes set forth in Article 244 of the Commercial Code. When the directors were not shareholders, the corresponding shares may be deposited by a shareholder. Said shares shall bear a certification note that proves their nature as unalienable until the directors are granted the settlement and compliance of their management.

#### **TITLE IV.**

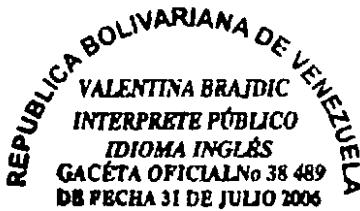
**OF THE SHAREHOLDERS' MEETINGS.-**

**ELEVENTH**: The general shareholders' meeting would meet in ordinary session on any given day within three (3) months following the closing date of the annual fiscal year and at the place, time and date previously indicated in the call, which may be done through a notice by the press or written communication addressed to shareholders, the lack of notice will be covered with the presence of all partners. The extraordinary session will be held whenever the interest of the company requires it and through a call made as indicated or when required by several shareholders representing a fifth of the capital stock. **TWELFTH**: The supreme decision of the company's affairs corresponds to the shareholders' meeting. This will have the powers derived from the laws or the present bylaws and indicated: a) Discussing, approving, modifying or rejecting the general balance and profit and loss statement presented by the directors; b) Agreeing on the creation of special or general sections for reservations, guarantees and various purposes and ordering the use of said funds; c) Decreeing the company's dividends for profits already collected; d) Deliberating and deciding in general, on any matter submitted to their consideration. **THIRTEENTH**: The general shareholders' meetings may not be considered validly constituted to deliberate if seventy-five percent (75%) of the capital stock is not present at the session. All resolutions of the shareholders' meetings must be taken by the absolute majority of the shares represented in said meetings and if  
[Continued...]

**FOLIO 6**

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[Continues...] if this majority is not obtained, valid resolutions cannot be accepted. The decisions taken at the shareholders' meetings as indicated above oblige the members who are not present.

#### **TITLE V**

#### **OF THE BALANCE SHEET, CALCULATION, AND PROFIT SHARING.-**

**FOURTEENTH:** The first fiscal year of the company will begin on the date of its registration and it will end on December the 31<sup>st</sup> of 2003. From then on the company's fiscal year will begin on January the first and it will end on December the 31<sup>st</sup> every year. **FIFTEENTH:** Within three (3) months following the closing of the company's fiscal year, the directors must create the balance sheet. **SIXTEENTH:** In the creation of the balance sheet, all the necessary data will be indicated to accurately prove the economic status of the company. This balance will be created in accordance with the rules established by the most common accounting practices and the benefits will be distributed in proportion to the number of shares held by the partners. **SEVENTEENTH:** From the net benefits there will be deducted: a) The amount of what must be paid to the income tax; b) Five percent (5%) to determine the creation of a reserve fund until it reaches twenty percent (20%) of the capital stock.

#### **TITLE VI.**

#### **GENERAL PROVISIONS.-**

**EIGHTEENTH:** In all matters not provided for in these bylaws, it will be proceeded according to the Commercial Code and other applicable laws. **NINETEENTH:** In the event of dissolution of the company, the shareholders' meeting will choose one or more liquidators, who will have the powers determined by the meeting itself or failing that by the Commercial Code. **TWENTIETH:** The shareholders' meeting will appoint a statutory auditor, who will have the powers determined in the Commercial Code. The same meeting will set the statutory auditor's



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remuneration and this will last for one (1) year and may be re-elected. **TWENTY-FIRST:** For the first period of five (05) years they have been appointed as director "A" **HEBERTO MARQUEZ RINCÓN** and director **JACK ADOLFO ORTIZ GÓMEZ**, already identified and as statutory auditor the Economist Ernesto Hurtado Guerra, registered in the C.E.E.C. [Economist Association of Carabobo State], under No. 346.

**TWENTY-** [Continued...]

**OVERLEAF**

[There appear some round inked seals of the Second Mercantile Registry Office of Carabobo State].-

[Continues...] **SECOND:** Mr. **HECTOR ANTONIO TORO ACOSTA**, Venezuelan, of legal age, married, holder of the identity card No. 4,450,525, and of this domicile is authorized, to carry out all the procedures related to the registration of this company in the commercial registry office, as well as for the signature of the respective entry. Valencia, on this, twenty-seventh (27) day of November of two thousand and three.-

[Signed illegible].-

[Signed illegible].-

VALENCIA, November the twenty-eighth (28) OF THE YEAR TWO THOUSAND three (SIGNED) HECTOR ANTONIO TORO ACOSTA, XIOMARA MIRABAL VELAZQUEZ, Ph.D., THIS CERTIFIED COPY HAS BEEN ISSUED FOR ITS PUBLICATION ACCORDING TO FORM No. 99315.

40/SAN

[Inked seals of the Second Mercantile Registry Office of Carabobo State].-

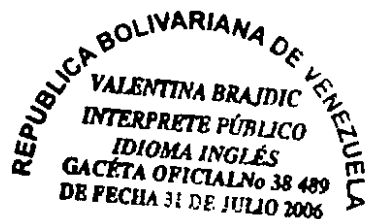
XIOMARA MIRABAL VELAZQUEZ, Ph.D.,

[Signed illegible].-

SECOND DEPUTY MERCANTILE REGISTRAR

[Signed illegible].-

[End of translation]



I hereby **ATTEST** that the above translation is a faithful and true version of the original document written in the Spanish language and committed to me for translation into the English language **IN WITNESS WHEREOF** I have hereunto set my Hand and Seal on this 23<sup>rd</sup> day of October of 2019.

**Valentina Brajdic Stojanovic**  
**Public Interpreter**  
**English Language in and for the**  
**Bolivarian Republic of Venezuela**  
**[www.traductoresvenezuela.com](http://www.traductoresvenezuela.com)**

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