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COVER LETTER

TO: Registration Section Division of Corporations

SUBJECT: VENEZUELAN CARGO BROKERS VCB, CA 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:

Ali De Castro Rouse

	Name of Per	rson	
	Firm/Compa	ny	
11770 NW 81 Court			
	Address		
Parkland, Florida 33326			
	City/State and	Zip code	
gerencia.finanzas@vcbrokers.net			
E-mail add	tress: (to be used for	future annual report r	otification)
For further information concerning th Elke	at ()	ر 7 ۱ ۵ – ۵ مامان Daytime Telep	
Name of Person	Area Code	Daytime Telep	
STREET/COURIER ADD	RESS:	MAILING A	(A)
Registration Section		Registration S	
Division of Corporations		Division of C	
The Centre of Tallahassee		P.O. Box 632	•
2415 N. Monroe Street, Suite	2 810	Tallahassee, F	NL 32314 (.)
Tallahassee, FL 32303			
Enclosed is a check for the following Please make check payable to: FLORID		F STATE	
		78.75 Filing Fee &	\$87.50 Filing Fee.
—	—	Certified Copy	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.

VENEZUELAN CARGO BROKERS VCB, CA CORP.

1

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

Venezuela	3		
(State or counti	y under the law of which it is incorporated)	(FEI number, if applicable	:)
3/10/2009	5.		
(Date	of incorporation)	(Date of duration, if other than per	petual)
. <u> </u>			
	(Date first transacted business in Fl (SEE SECTIONS 607.1501 & 607.1502		
Av. Rio Caura, E	dif. Centro Empresial Parque Humboldt, Piso 1 o	ofic.4; Caracas, Venezuela	
	(Principal office	street address)	
11770 NW 81 C	ourt, Parkland, Florida 33326		
	(Current mailing a	ddress, if different)	
Name and stre	et address of Florida registered agent: (P.O. E	Box <u>NQT</u> acceptable)	5.5.5
Name:	Ali De Castro Rouse		 دح
ffice Address:	11770 NW 81 Court		~ ~
mee Auuress.			-
ffice Address.	Parkland	, Florida	_ C

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.

A.
(Registered agent's stgnature)

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. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

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A. DIRECTORS				
E Chairman	Ali De Castro Rouse	Chairman	Armar Name:	ndo Enrique Briceno Brito
EVice Chairman	Address:	□Vice Chairman		Rio Caura, Edif. Centro Emp
Director	Parkland, Florida 33326	Director		boldt, Pisol Ofic.4
Fresident		President	Caracas, Ven	czuela
Civice President	······································	Vice President		
GScoretary		□ Secretary		
COther	Other	00ther	<u> </u>	00ther
C Chairman	Name:	□ Chairman	Name:	
⊡Vice Chaiman	Address:	□Vice Chairman		
Director	Parkland, Florida 33326	Director		
⊡President		President		
⊡Vice President	·	□Vice President		
Secretary	Treasurer	Secretary		
⊡0th er	Other	Other		00ther
⊡Chairman	Jose Gregorio Antoni Amaro Alor Name:	Chairman	Name:	
⊡Vice Chairman	Av. Rio Caura, Edif. Centro Em			
	Parque Humboldt, Piso1 Ofic.4			N N
	Caracas, Venezuela		<u></u>	
Vice President		□ Vice President		د .) د 7 ا
🗄 Other	Other	• Other		0 Other

Important Notice: Use an attecture of to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the fight with filing your Florida Department of State Annual Report form.

(12. Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Ali De Castro Rouse, President

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

A. DIRECTORS

Chainnan	Ali De Castro Rouse	🗆 Chairman	Name: Armando Enrique Briceno Brito
EVice Chairman	Address:	TVice Chairman	Av. Rio Caura, Edif. Centro Emp: Address:
Director	Parkland, Florida 33326	Director	Parque Humboldt, Piso1 Ofic.4
E President	<u> </u>	President	Caracas, Venezuela
OVice President		Vice President	
⊡\$coretanj			
E0ther	Other	Other	0ther
Chaiman	Joel Alberto Quiroz	□ Chairman	Name:
⊡Vice Chairman	Address: Address:	□Vice Chairman	Address:
Director	Parkland, Florida 33326	Director	
CPresident	······································	President	
⊡Vice President		□Vice President	<u></u>
Secretary			
DOther	Other	□Other	Other
🗄 Chairman	Jose Gregorio Antoni Amaro Alor	🗅 Chairman	Name:
⊡Vice Chairman	Av. Rio Caura, Edif. Centro Em	□Vice Chairman	Address:
Director	Parque Humboldt, Piso1 Ofic.4	Director	г. СЛ
GPresident	Caracas, Venezuela	President	
Vice President	<u></u>	□Vice President	· · · · · · · · · · · · · · · · · · ·
Secretary	CiTreasurer	Secretary	
DOther	01hcr	Other	Other

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

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 \$\$817.155, F.S.

Ali De Castro Rouse, President

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

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BLANCK & COOPER 5730 SW 74 STREET SUITE 700 MIAMI, FLORIDA 33143 TEL: (305) 663-0177 FAX: (305) 663-0146

MEMO WITH ATTACHEDMENT

RE: Venezuelan Cargo Brokers VCB, CA Corp

To: Division of Registration

Please note that in Venezuela they do not have a certificate of good Standing, What they do have is a tax registration which means they are current with there country laws as I was explained which expires on 12/8/2020, as well as the translated corporation document and with the certification of translation.

Also attached please find the executed form to do business in the Florida as well as the filing fee check

If you have any questions, please call me at 305-663-0177

Thank you Elke Diaz, Assistant to Jonathan S. Cooper, Esq.

10:13:11:12:11:13:1 10:13:11:13:11:13:11:13:11:13:11:13:11:13:11:13:11:13:11:13:11:13:11:13:11:13:11:13:11:13:11:13:11:13:11:13:11:1

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CERTIFICATE OF ACCURACY

The undersigned, Luis R. de la Vega, President of Protranslating, appearing on behalf of Protranslating, an ISO 9001 and 17100 certified company, hereby states, to the best of his knowledge and belief, that the foregoing is an accurate translation from **Spanish** into **English** of the document(s) titled:

NuevoDocumento 2019-09-11 11.16.pdf, VCB ACTUALIZACION SENIAT PBL 2019.pdf, VCB ACTUALIZACION SENIAT LAG 2019.pdf, Nuevo doc 2019-11-29 11.46.58.pdf Tax.Id.RIF ACTUALIZADO VCB.pdf

Luis R. de la Vega President of Protranslating

State of Florida Miami Dade County

The foregoing certificate was acknowledged before me on December 26, 2019 by Luis R. de la Vega. President of Protranslating, a Florida corporation, on behalf of the corporation. He is personally known to me.

My commission expires:





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2850 Douglas Rd. Coral Gables, Fl 33134 Ph: 305.371.7887 Fax 305.371.4816 www.protranslating.com

BOLIVARIAN REPUBLIC OF VENEZUELA [Logo: SENIAT; INTEGRATED NATIONAL TAX SERVICE; MINISTRY OF THE PEOPLE BANKING AND FINANCE; TIN: [Illegible]		RECEIPT NO.: 20	[QR Tag] 1701F0000035657133
SINGLE TAX	ACCOUNT TR	ANSCRIPT (RIF, in Spanish)	
1297419284 VENEZUELAN CARGO BROK		REGISTRATION DATE:	04/07/2009
TAX DOMICILE: CALLE 3 MANZANA E PA CENTRO EMPRESARIAL MIRAMAR PISO 2		DATE OF LATEST UPDATE:	12/08/2017
MIRAMAR-MAQUETIA MAIQUETIA [sic] V POSTAL 1030		EXPIRATION DATE:	12/08/2020
LA GUAIRA SPECIAL TAXPAYERS UNIT		9284-SKA ED SIGNATURE	[QR Tag]
Status: Ordinary Taxpayer of VAT withholding of 75% of the tax liab withholding of 100%.	and VAT With ility, except if 1	nolding Agent: The status of this taken the status of this taken hey should fall into the scenarios	axpayer requires the established for the

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The validity of this Receipt must be verified through www.seniat.gob.ve, Sistemas en Línea [Online Systems] by means of the Consulta Comprobante Digital RIF [Check Digital RIF Receipt] option. Wet stamp not required.

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		N° COMPROBANTE: 2017	01F0000035657133
REGISTRO ÚNICO	DE INFORMACIÓN F	FISCAL (RIF)	
J297419284 VENEZUELAN CARGO BROKERS VCB, C.A.		FECHA DE INSCRIPCIÓN:	07/04/2009
DOMICILIO FISCAL CALLE 3 MANZANA E PARCELA 88	A Y 89 EDIE CENTRO	FECHA DE ÚLTIMA ACTUALIZAC	IÓN: 08/12/2017
EMPRESARIAL MIRAMAR PISO 2 LOCAL 2-5 URB MIRAMAR VARGAS ZONA POSTAL 1030	MAQUETIA MAIQUETIA	FECHA DE VENCIMIENTO:	08/12/2020
UNIDAD DE CONTRIBUYENTES ESPECIALES LA GUAIRA	3297419284-SKA FIRMA AUTORIZADA		
Condición: Contribuyente Ordinario del IVA y Agente de Reter impuesto causado, salvo que incurra en los supuestos establecidos			etención del 75% del

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> La validez de este Comprobante debe verificarse a través de la dirección www.seniat.gob.ve, Sistemas en Línea mediante la opción 'Consulta Comprobante Digital RIF'. No requiere sello húmedo.

259° JU 22 10 8:37

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[Emblem] **BOLIVARIAN REPUBLIC OF VENEZUELA** *** MINISTRY OF THE PEOPLE'S POWER FOR INTERNAL AFFAIRS AND JUSTICE ***

[Partial stamp]

AUTONOMOUS NOTARY OFFICES AND **REGISTERS SERVICE COMMERCIAL REGISTER OF VARGAS STATE**

t .

RM No. 457 209th and 160th

ALBERTO FERREIRA CAMARA, Esq., INCUMBENT COMMERCIAL REGISTRAR

CERTIFIES

That the Commercial Register entry transcribed below, whose original is recorded in Volume: 37-A (RM-457); Number: 6 of the year 2019, as well as the Notice, Note and Document that are copied below are true copies of their originals, which read as follows: [Partial stamp]

457-1164

[Partially legible stamp]

THIS FOLIO BELONGS TO: **VENEZUELAN CARGO BROKERS VCB, C.A.** File Number: 457-1164

> [Logo:] SAREN; AUTONOMOUS NOTARY OFFICES AND REGISTERS SERVICE; MINISTRY OF THE PEOPLE'S POWER FOR INTERNAL AFFAIRS AND JUSTICE

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[Left margin, illegible marks]

[Cut off logo] [Illegible stamped text] MINISTRY OF THE PEOPLE'S POWER FOR INTERNAL AFFAIRS AND JUSTICE BOLIVARIAN REPUBLIC OF VENEZUELA AUTONOMOUS NOTARY OFFICES AND REGISTERS SERVICE

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[Cut off handwriting] The PUB, as of its issue, shall be valid for [illegible] continuous [illegible] to be paid. Once the respective payment has been made, it is valid for 60 nonestendable days to submit the document. Once these periods have expired, the PUB is null and void and a new PUB must be issued in order to carry out the procedure, requiring that the respective amount be paid once more. {Illegible stamp w/ill. abbreviated signature] {Partially legible logo}

SINGLE BANKING FORM	E POB, ii	n Spanish]	Form Number: 45700138672	
[Bar code]				
Type of Transaction: C COMMERCIAL COMPAN COMMERCIAL COMPA MEETING AND BOARI COMMERCIAL COMPAN COMMERCIAL COMPAN	Y (SALE (ANY, M D OF DI NY, AME (DOCUMI	DF SHARES OF IINUTES OF RECTORS OF INDMENT OF		
			Contro	Number: 240-0764-0770 (.)
Applicant's Given and Fami Name	ily	Payment Method	Check/Approval No.	Amount (BsF)
DANIEL RAFAEL ALEJAND CUIMAN	RO			
CI/RIF/Applicant's Passpor	rt	Cash amount		
V-16.905.233				
Depositor's Given and Fam Name	ily	Cashier's/Same Bank Check	• · · · · · · · · · · · · · · · · · · ·	
[illegible]				
Applicant's ID/TIN/ Passpo	ort	Point of Sal e		
[Hw:] 1690833 Depositor's Signature		Ontine Devenuet		
Depositor's signature		Online Payment		
[Signature] AMOUNT IN WORDS: <u>THRI</u> THOUSAND FOUR HUNDRI			TOTAL AMOUNT	352,400.00
<u>CÉNTIMOS</u> [Two (2) partial stamps]			!	
FOR USE BY SAREN ONLY				
ISSUING OFFICIAL		IPIENT OFFICIAL	REVIEWING OFFICIAL	REGISTRAR/NOTARY
[Stamp:] JULIO OVIEDO Given and Family Names		:] JULIO OVIEDO	(Illegible)	[Stamp:] Dr. ALBERTO FERREIRA CAMARA; Commercial Registrar of Vargas State, pursuant to Administrative Order No. 1010; Official Gazette No. 40,942 dated 07/12/2016
ID: V-10 [illegible] ID		0 (illegible)		
Office worker 1 Job Title	Office v	worker 1		
[Hw:] 07-08-2019 Date	[Hw:] (7-10-2019	[Hw:] 08-28-2019	[Hw:] 08-28-2019
[Signature]	(Signat	ure	{Signature}	[Signature]
Signature	1			

Office Stamp [Illegible stamp]

[Left margin, two (2) partial stamps]

<u>Collecting Banks</u> 0003 - Banco Industrial de Venezuela 0175 - Banco Bicentenario 0102 - Banco de Venezuela 0108 - Banco Provincial 0163 - Banco del Tesoro

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[Signature] Pedro L. Cuiman Pérez ATTORNEY VENEZUELAN LAWYERS' SOCIAL WELFARE INSTITUTE [INPREABOGADO, in Spanish] No. 63,748 FEDERAL DISTRICT BAR ASSOCIATION 35,755

[Hw:] 07-10-19 206973940B0 50,600.60 3_197 R4 352,400.00 F 7 E 7 D 6

[Partially legible stamp w/abbreviated signature] [Illegible hw] [Abbreviated signature]

To:

Commercial Registrar [hw check mark] of the Judicial District of Vargas State [hw check mark] Via Hand Delivery

I, Daniel Cuiman Mijares, [hw check mark] Venezuelan national [hw check mark], of legal age, holder of ID No. V-16,905,233, [hw check mark] proceeding herein sufficiently authorized [hw check mark] by the Special Shareholders' Meeting of the commercial company VENEZUELAN CARGO BROKERS, VCB, C.A., registered [hw check mark] in the Judicial District of Vargas State, [hw check mark] under No. 51, [hw check mark] Volume 11-A, [hw check mark] of the year 2009, [hw check mark] respectfully appear before you to submit the Minutes of the Special Shareholders' Meeting of my principal, held [hw check mark] on the twenty-sixth (26) of June, 2019 [hw check mark]; during which the following agenda was resolved: 1) [hw check mark] Restructuring of the capital with regard to the monetary reconversion; 2) [hw check mark] Sale of registered shares; 3) [hw check mark] Increase of the company's capital; 4] [hw check mark] Empowering the managers so that they may individually undertake obligations and make contracts; 5} [hw check mark] Appointment of the Board of Directors and 6) [hw check mark] Amendment of clauses FOUR [hw check mark], SEVEN [hw check mark] and EIGHT [hw check mark] of the articles of incorporation. I request that you, as Registrar [hw check mark], upon fulfillment of the legal formalities, order I request that you, as Registration (hw check mark) with this office under your charge and, respectfully request that for the purposes of publication thereof, two (2) certified copies [hw check mark] of this request and the signed minutes, the original of which is attached, be issued. In La Guaira [hw check mark], on the date of submission thereof.

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i: 13 [14

[Signature] **Daniel Cuiman Mijares** V-16,905,233 [hw check mark] Telephone: 0412-5563191

SALE

[Partially legible stamp w/signature]

AFFILIATED WITH THE VENEZUELAN SOCIAL SECURITY INSTITUTE [IVSS, in Spanish] [Left margin, illegible marks and two (2) partial stamps]

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[Emblem]

[Stamp:] BOLIVARIAN REPUBLIC OF VENEZUELA; COMMERCIAL REGISTER OF VARGAS STATE JUDICIAL DISTRICT; [III.]; 5

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

AUTONOMOUS NOTARY OFFICES AND REGISTERS SERVICE COMMERCIAL REGISTER OF VARGAS STATE RM No. 457 209th and 160th

Vargas Municipality, August 28, 2019

Submission of the foregoing notice by its SIGNATORY is accepted, for its registration in the Commercial Register, posting and publication. It is ordered that the foregoing be performed, and the original shall be added to the file of the Commercial Company, along with the attached supporting documents. The publication copy shall be issued. The foregoing document, drafted by Attorney PEDRO ISMAEL CUIMAN PEREZ VENEZUELAN LAWYERS' SOCIAL WELFARE INSTITUTE [IPSA, in Spanish] No. 63748, is registered in the Commercial Register under Number 6; Volume - 37-A (RM-457). Fees paid: BS 352,400.00 according to RM Form No. 45700138672, Bank No. 206973940 in the amount of BS 50,000.03. The identification was carried out as follows: DANIEL RAFAEL ALEJANDRO CUIMAN MIJARES, ID: V-16,905,233.

Reviewing Attorney: YNDIRA DEL CARMEN SANTAMARIA MARCANO [Partial stamp]

The shareholders book for the company VENEZUELAN CARGO BROKERS VCB, C.A. was submitted *ad effectum videndi*, where it is recorded that the shareholder structure on the date of the holding of this meeting, is that which is indicated in this document.

[Signature] INCUMBENT COMMERCIAL REGISTRAR SIGNED: ALBERTO FERREIRA CAMARA, Esq.

THIS PAGE BELONGS TO: VENEZUELAN CARGO BROKERS VCB, C.A. File No.: 457-1164 MOD

> [Stamp:] Dr. ALBERTO FERREIRA CAMARA Commercial Registrar of the State of Vargas Pursuant to Administrative Order No. 1010 Official Gazette No. 40,942 dated 07/12/2016

[Logo:] SAREN; AUTONOMOUS NOTARY OFFICES AND REGISTERS SERVICE; MINISTRY OF THE PEOPLE'S POWER FOR INTERNAL AFFAIRS AND JUSTICE

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SPECIAL GENERAL SHAREHOLDERS' MEETING [hw check mark] OF THE COMMERCIAL COMPANY VENEZUELAN CARGO BROKERS, VCB, C.A. [hw check mark]

Held on June twenty-sixth (26), 2019

I, ALI JOSÉ DE CASTRO DE JONGH, (hw check mark) Venezuelan national, [hw check mark] married, [hw check mark] of legal age and holder of ID No.: V-3,711,747, [hw check mark] duly authorized by the general shareholders' meeting of the commercial company VENEZUELAN CARGO BROKERS, VCB, C.A., [hw check mark] domiciled in Maiquetía, State of Vargas, registered [hw check mark] in the Commercial Register of the Judicial District of the State of Vargas, [hw check mark] under No.: 51, [hw check mark] Volume 11-A [hw check mark] of the year 2009, [hw check mark] Tax ID No. J-29741928-4, HEREBY CERTIFY [hw check mark] the authenticity of the minutes of the meeting dated june twenty-sixth (26), 2019, whose copy is a true and accurate copy of its original, inserted into the book of Meeting Minutes, the original signed by the entirety of the shareholders, reading as follows: Called together in the city of Maiquetía, state of Vargas, at [hw check mark] 6:00 p.m., on June twenty-sixth (26), 2019, [hw check mark] the following individuals met at unit 2-5 of floor 2 of the Miramar Business Center, Calle 2, parcelas 88 y 89, Miramar residential development, Maiquetía Parish, Vargas Municipality, State of Vargas: Mr. ALI JOSÉ DE CASTRO DE JONGH, [hw check mark] Venezuelan national, married, of legal age, and holder of ID No. V-13,338,359, [hw check mark] owner [hw check mark] of TWO HUNDRED SIXTY-TWO (262) [hw check mark] shares, a representation [hw check mark] evidenced [hw check mark] by means of a power of attorney [hw check mark] formally recorded before the Public Register of the First [hw check mark] Circuit of Baruta Municipality [hw check mark] of the Bolivarian State of Miranda [hw check mark), on April 4, 2017, [hw check mark] under No. 21, Folio 130, Volume 10; Mr. RAMÓN

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[Left margin, seven (7) partial stamps]

JOSÉ DE CASTRO ROUSSE, [hw check mark] Venezuelan national, married, of legal age, resident of this city and holder of ID No. V-11,560,261, owner [hw check mark] of TWO HUNDRED FORTY-EIGHT [248] [hw check mark] shares, a representation evidenced [hw check mark] by means of a power of attorney [hw check mark] granted before Notary Public Office No. One [hw check mark] of Chacao Municipality [hw check mark] of the Bolivarian State of Miranda (hw check mark], registered under No. 49, [hw check mark] Volume 82, [hw check mark] folios 174 [hw check mark] to 176 [hw check mark], dated May 10, 2016, [hw check mark] and registered before the Public Register of the First Circuit of Baruta Municipality of the Bolivarian State of Miranda, (hw check mark] on April 4, 2017, [hw check mark] under No. 20, [hw check mark] Folio 124, [hw check mark] Volume 10, [hw check mark]; Mr. ARMANDO ENRIQUE BRICEÑO BRITO, [hw check mark] Venezuelan national, of legal age, single, bachelor's degree holder in international business, resident of this city, and holder of ID [hw check mark] No. V-17,498,057 [hw check mark], owner [hw check mark] of FOUR HUNDRED AND NINETY (490) [hw check mark] shares, in order to hold a special general shareholders; meeting. The presence of special guest (hw check mark) **IOSÉ** GREGORIO ANTONI AMARO ALONZO, [hw check mark] Venezuelan national, of legal age, single, bachelor's degree holder in international business, resident of this city, and holder of ID No. V-13,944,568 [hw check mark] is placed on record. Once a quorum was confirmed, [hw check mark] the presence of one hundred percent (100%) (hw check mark) of the capital stock at the meeting was determined. As a result, it was declared legally valid and constituted. Subsequently, the meeting was initiated, and deliberation and resolution of the following items of the agenda followed:

ITEM ONE [hw check mark]. Restructuring of the capital, par and quantitative value of the registered shares, in terms of the monetary reconversion;

ITEM TWO [hw check mark]. Sale of registered shares;

ITEM THREE [hw check mark]. Increase of the company's capital;

ITEM FOUR [hw check mark]. Discussing and deliberating on the authority [hw check mark] of the directors so that they may individually undertake obligations and make contracts, on behalf of the company;

ITEM FIVE [hw check mark]. Appointment of the Board of Directors;

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[Signature]

[Stamp:] Pedro I. Cuiman [ill.]; ATTORNEY; INPREABOGADO No. 63,74 [sic]; FEDERAL DISTRICT BAR ASSOCIATION No. 35,755 [Stamp:] BOLIVARIAN REPUBLIC OF VENEZUELA; COMMECIAL REGISTER OF THE VARGAS STATE JUDICIAL DISTRICT; (457); 6 [Abbreviated signature]

ITEM SIX [hw check mark]. Amendment of clauses FOUR, [hw check mark] SEVEN [hw check mark] and EIGHT [hw check mark] of the articles of incorporation.

DELIBERATION: Following the respective agenda, **ITEM ONE** of the agenda was discussed, which involves the restructuring of the capital, par and quantitative value of the registered shares, with regard to the monetary reconversion enacted by the National Executive Branch, pursuant to Decree No. 3,548, published in Official Gazette No. 41,446 dated 07-25-2018, for which shareholder **ARMANDO ENRIQUE BRICENO BRITO** [hw check mark] presented a chart of the capital restructuring, par and quantitative value of shares with regard to the monetary reconversion, and where the par and quantitative value per share is modified, in order to facilitate its comprehension and for it to be transcribed below, yielding the following results:

Names of Shareholders	Number of Shares	Share Value	Subscribed Capital Bs. F
ALI JOSÉ DE CASTRO ROUSSE	262 [hw check mark]	50.00	13,100.00
RAMÓN JOSÉ DE CASTRO ROUSSE	248 [hw check mark]	50.00	12,400.00
ARMANDO ENRIQUE BRICEÑO BRITO	490 (hw check mark]	50.00	24,500.00
	1,000 [hw check	-	50,000.00
	mark]		[hw check mark]

Conversion to Sovereign Bs.			
Names of Shareholders	Number of Shares	Share Value	Share capital Bs. F
ALI JOSÉ DE CASTRO ROUSSE	262	0.0005	Bs. 0.13
RAMÓN JOSÉ DE CASTRO ROUSSE	248	0.0005	Bs. 0.12
ARMANDO ENRIQUE BRICEÑO BRITO	490	0.0005	Bs. 0.25
	1,000		Bs. 0.50

Having concluded item one [hw check mark], the meeting moved on to ITEM TWO [hw check

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mark] of the agenda, which involves the sale [hw check mark] of registered shares. ALI JOSÉ DE CASTRO DE JONGH, [hw check mark] on behalf [hw check mark] of RAMÓN JOSÉ DE CASTRO ROUSSE, [hw check mark] offered the shareholders present his block of shares comprised of TWO HUNDRED FORTY-EIGHT (248) [hw check mark] registered shares with a value of ZERO BOLLIVARES AND FIVE THOUSANDTHS (Bs. 0.0005) each, for sale. Shareholder ARMANDO ENRIQUE BRICEÑO BRITO [hw check mark] stated he is not [hw check mark] interested in said offer. Subsequently, ALI JOSÉ DE CASTRO DE JONGH, [hw check mark] on behalf of ALI JOSÉ DE CASTRO ROUSSE [hw check mark] stated to the meeting that he is not [hw check mark] interested in purchasing the registered shares being offered. Immediately thereafter, JOSÉ GREGORIO ANTONI AMARO ALONZO [hw check mark] stated to the meeting that he is interested [hw check mark] in purchasing [hw check mark] the TWO HUNDRED FORTY-EIGHT (248) [hw check mark] registered shares on offer at ZERO BOLÍVARES AND FIVE THOUSANDTHS (Bs. 0.0005) for each registered share, and pays the amount of ZERO BOLÍVARES AND TWELVE CÉNTIMOS (Bs. 0.12). Immediately thereafter, ARMANDO ENRIQUE BRICENO BRITO [hw check mark] offered to sell [hw check mark] the shareholders ONE HUNDRED FIFTY-SEVEN (157) [hw check mark] registered shares [hw check mark], at ZERO BOLÍVARES AND FIVE THOUSANDTHS (Bs. 0.0005) for each registered share. Subsequently, ALI JOSÉ DE CASTRO DE JONGH, [hw check mark] on behalf [hw check mark] of ALI JOSÉ DE CASTRO ROUSSE offered to purchase [hw check mark] SEVENTY-TWO (72) [hw check mark] registered shares at ZERO BOLÍVARES AND FIVE THOUSANDTHS (Bs. 0.0005) per registered share, and paid the amount of ZERO BOLÍVARES AND FOUR CÉNTIMOS (Bs. 0.04) and the special guest JOSÉ GREGORIO ANTONI AMARO ALONZO, [hw check mark] stated to the meeting he is interested in purchasing [hw check mark] the EIGHTY-FIVE (85) [hw check mark] remaining registered shares [hw check mark], offered at ZERO BOLÍVARES AND FIVE THOUSANDTHS (Bs. 0.0005) per registered share, and paid the amount of ZERO BOLÍVARES AND FOUR CÉNTIMOS (Bs. 0.04). The meeting pronounced itself satisfied with the transfer of shares and

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[Stamp:] BOLIVARIAN REPUBLIC OF VENEZUELA; COMMERCIAL REGISTER OF THE VARGAS STATE JUDICIAL DISTRICT; (457); 6 [Abbreviated signature] imparted its approval of the new restructuring of the par and quantitative value of the share, as follows:

ALI JOSÉ DE CASTRO ROUSSE	334	5,000.00	Bs. 1,670,000.00
ARMANDO ENRIQUE BRICEÑO BRITO	333	5,000.00	Bs. 1,655,000.00
JOSÉ GREGORIO ANTONI AMARO ALONZO	333	5,000.00	Bs. 1,655,000.00
	1,000		Bs. 5,000,000.00

Having concluded item three [hw check mark], the meeting moved on to ITEM FOUR [hw check mark] of the agenda, which addresses the authorization for directors [hw check mark] to individually (hw check mark) undertake obligations and make contracts, on behalf of the company. Having discussed and deliberated this point, the meeting unanimously approved [hw check mark] that the directors [hw check mark] of the company could commit the company up to the amount of TWENTY THOUSAND US DOLLARS, an amount equivalent to bolivares based on the average weighted exchange rate, resulting from the transactions performed at the official foreign exchange desks at the date of the signing of the obligation or contract. The obligations and/or contracts carried out by the senior directors [hw check mark] at the aforementioned amount will require the signature of at least two (2) directors [hw check mark]. Having concluded item four [hw check mark], the meeting moved on to ITEM FIVE [hw check mark] of the agenda, which addresses the appointment [hw check mark] of the Board of Directors [hw check mark]. Having discussed and deliberated this point, the following Directors [hw check mark] are appointed [hw check mark] to the Management Offices mentioned below for a period of two (2) [hw check mark] years: Finance Management Office [hw check mark]: ALI JOSÉ DE CASTRO ROUSSE, [hw check mark] holder of ID Number V-13,338,359; Sales Management Office [hw check mark]: JOSÉ GREGORIO ANTONI AMARO ALONZO, holder of ID Number V-13,944,568; Operations Management Office [hw check mark] and Logistics Management Office [hw check mark]: ARMANDO ENRIQUE BRICEÑO BRITO, holder of ID Number V-17,498,057. Having concluded item five [hw check mark], the meeting moved on to ITEM SIX [hw check mark] of the agenda. In light of the changes that have occurred, clauses FOUR, [hw check mark] SEVEN [hw check mark] and EIGHT [hw check mark] of the articles of incorporation are modified, which were

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[Stamp:] Pedro I. Cuiman Pérez; ATTORNEY; INPREABOGADO No. 63,748; FEDERAL DISTRICT BAR ASSOCIATION No. 35,755 [Stamp:] BOLIVARIAN REPUBLIC OF VENEZUELA; COMMECIAL REGISTER OF THE VARGAS STATE JUDICIAL DISTRICT; (457); 6

the consent of the legal representative of Ms. MARÍA EUGENIA DA SILVA de CASTRO, (two (2) hw check marks] Venezuelan national, of legal age, married, resident of this city, holder of ID No. V-13,557,492, wife [hw check mark] of Mr. RAMÓN JOSÉ DE CASTRO ROUSSE [hw check mark]. represented [hw check mark] herein by ALI JOSÉ DE CASTRO DE JONGH, [hw check mark] already identified, a representation that is evidenced by means of a power of attorney granted before Notary Public Office No. One [hw check mark] of Chacao Municipality [hw check mark] of the Bolivarian State of Miranda, [hw check mark] recorded under No. 49, [hw check mark] Volume 82, [hw check mark] folios 174 [hw check mark] to 176, [hw check mark] dated May 10, 2016, [hw check mark] and registered before the Public Register of the First [hw check mark] Circuit of Baruta Municipality of the Bolivarian State of Miranda [hw check mark] on the fourth (4) of April, 2017, [hw check mark] under No. 20, [hw check mark] Folio 124, [hw check mark] Volume 10. [hw check mark] Subsequently, the arrangements related to the transfer of the shares sold were carried out, and the stamping of the respective entries in the Company Stock Ledger was ordered. Having concluded ITEM TWO [hw check mark], the meeting moved on to ITEM THREE [hw check mark] of the agenda, which addresses the increase [hw check mark] of capital. Having discussed and deliberated the matter, the meeting unanimously decided to increase [hw check mark] the company's capital stock from ZERO BOLÍVARES AND FIFTY CÉNTIMOS (Bs. 0.50) to the amount of FIVE MILLION BOLÍVARES AND 00/100 CÉNTIMOS (Bs. 5,000,000.00) [hw check mark] or, in other words, an increase of FOUR MILLION [hw check mark] NINE HUNDRED NINETY-NINE THOUSAND [hw check mark], NINE HUNDRED NINETY-NINE [hw check mark] BOLIVARES AND 50/100 CÉNTIMOS (Bs. 4,999,999.50), as evidenced by a bank deposit [hw check mark] dated the twentysixth (26) of June, 2019, [hw check mark] chargeable to Banco PROVINCIAL, [hw check mark] and in turn raising [hw check mark] the par value from ZERO BOLÍVARES AND FIVE TEN THOUSANDTHS (Bs. 0.0005) to the amount of FIVE THOUSAND BOLÍVARES AND 00/100 CÉNTIMOS (Bs. 5,000.00); [hw check mark] being

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[Signature] [Stamp:] Pedro I. Cuiman Pérez; ATTORNEY;

INPREABOGADO No. 63,748; FEDERAL DISTRICT BAR ASSOCIATION No. 35,755 [Stamp:] BOLIVARIAN REPUBLIC OF VENEZUELA; COMMECIAL REGISTER OF THE VARGAS STATE JUDICIAL DISTRICT; (457); 6 [Abbreviated signature]

having been deliberated, discussed and unanimously approved by the company shareholders, they were drafted as follows: [sic]

FOUR: The company's capital [hw check mark] is the amount of FIVE MILLION BOLÍVARES AND 00/100 CÉNTIMOS (Bs. 5,000,000.00), [hw check mark] which is represented [hw check mark] by ONE THOUSAND (1,000) [hw check mark] shares, with a value of FIVE THOUSAND BOLÍVARES AND 00/100 CÉNTIMOS (Bs. 5,000.00). [hw check mark] each [hw check mark], registered, nonconvertible to bearer, [hw check mark] and confer their owners equal rights and obligations. The capital stock has been fully subscribed and paid by the shareholders as follows: ALI JOSÉ DE CASTRO ROUSSE, [hw check mark] subscribes and pays the amount of THREE HUNDRED THIRTY-FOUR (334) [hw check mark] registered shares, for a value of ONE MILLION SIX HUNDRED SIXTY-SEVEN THOUSAND BOLÍVARES AND 00/100 CÉNTIMOS (Bs. 1,670,000.00), [hw check mark] at FIVE THOUSAND BOLÍVARES AND 00/100 CÉNTIMOS (Bs. 5,000.00) each; ARMANDO ENRIQUE BRICENO BRITO, [hw check mark] subscribes and pays the amount of THREE HUNDRED THIRTY-THREE (333) [hw check mark] registered shares for a value of ONE MILLION [hw check mark] SIX HUNDRED SIXTY-FIVE THOUSAND [hw check mark] BOLÍVARES AND 00/100 CÉNTIMOS (Bs. 1,665,000.00), [hw check mark] at FIVE THOUSAND BOLÍVARES AND 00/100 CÉNTIMOS (Bs. 5,000.00) each; JOSÉ GREGORIO ANTONI AMARO ALONZO, [hw check mark] subscribes and pays the amount of THREE HUNDRED THIRTY-THREE (333) [hw check mark] registered shares, for a value of ONE MILLION SIX HUNDRED SIXTY-FIVE THOUSAND BOLÍVARES AND 00/100 CÉNTIMOS (Bs. 1,665,000.00), [hw check mark] at FIVE THOUSAND BOLÍVARES AND 00/100 CÉNTIMOS (Bs. 5,000.00) [hw check mark] each. The capital may be increased or reduced by resolution of a special

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general shareholders' meeting, in accordance with the legal requirements. The shareholders shall have a proportional right of first refusal in terms of the subscription of new shares, as if they were equally affected proportionally in the event of a reduction.

SEVEN: The highest steering and control of the interests and business of the company shall be carried out by the shareholders' meeting; the inspection and observation shall be carried out by the statutory auditor and general management shall be under the charge of a board of directors, comprised of four (4) [hw check mark] managers: Finance Management Office [hw check mark], Sales Management Office [hw check mark], Operations Management Office [hw check mark] and Logistics Management Office. [hw check mark] The members of the board of directors [hw check mark] may or may not be shareholders of the company and will last [hw check mark] two [2] [hw check mark] years in the exercise of their duties, and may be reelected or replaced by the shareholders' meeting; and will continue to hold their offices until they are replaced.

EIGHT. The board of directors [hw check mark] of the company, through its managers, has the broadest authority and administrative and regulatory powers, acting individually [hw check mark] to enter into contracts or commit to obligations on behalf of the company, up to the amount of TWENTY THOUSAND US DOLLARS, an equivalent amount to bolívares based on the average weighted exchange rate, resulting from the transactions carried out at official Foreign Exchange Desks at the date of the signing of the obligation or contract. The obligations and/or contracts carried out by the senior directors, that are greater than the aforementioned amount, shall require the signature of at least two (2) directors, among other things, for the carrying out of all the transactions demanded by the business of the company, in accordance with the by-laws, the following powers and authority:

1. Resolving to call the shareholders' meeting, carrying out and enforcing its resolutions.

2. Establishing and organizing the offices, branches, agencies, and other company facilities.

3. Approving the company's internal regulations.

4. Approving the company's work plans and setting the general administrative expenses.

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[Signature]

[Stamp:] Pedro I. Cuiman Pérez; ATTORNEY; INPREABOGADO No. 63 [cut off]; FEDERAL DISTRICT BAR ASSOCIATION No. 35,755

[Stamp:] BOLIVARIAN REPUBLIC OF VENEZUELA; COMMECIAL REGISTER OF THE VARGAS STATE JUDICIAL DISTRICT; (457); 6 [Abbreviated signature]

5. Exercising representation of the company in all administrative and/or judicial proceedings in which it has or may have an interest, being able to appoint the authorized agents that are considered necessary, with full authority to act in defense of the assets, property, rights, and interests of the company before any judicial authority of the Republic. ------6. Opening, drawing on, and closing bank accounts, liquid assets or assets of any other nature in any banking institute or financial company, located within or outside the national territory, being able to, as a result, endorse checks on behalf of the company and cash them, and in sum, carry out any other credit transaction on behalf of the company. 7. Carrying out the day-to-day management of the company, performing any type of commercial operations. -----8. Appointing, removing, and directing the administrative and labor personnel, setting their compensation. -----9. Signing and addressing the company's correspondence to national, state and municipal authorities, or any other public or private entities. -----10. Entering into all kinds of contracts that may be necessary or advisable for the company, such as purchase and sale of movable and real property, swaps, emphyteusis, leases, whether they are for undetermined or certain periods of time, and even for periods over two (2) years, of transfer or acquisition, delivery of services, of partnership, loan for use, loan, deposit, insurance and construction. 11. Signing, on behalf of the company, bills of exchange, promissory notes, contracts, letters of credit and, generally speaking, any other related document and in benefit of the interests, rights and actions of the company, ------

Having concluded the agenda, with no other matters to discuss, the special general shareholders' meeting [hw check mark] authorized Mr. Daniel Cuiman Mijares, [hw check mark] Venezuelan national, [hw check mark] of legal age, holder of ID Number V-16,905,233, [hw check mark] to register [hw check mark] with the respective Commercial Register [hw check mark] these Minutes of the Special [hw check mark] Shareholders' Meeting. Similarly, Mr. ALI JOSÉ DE CASTRO DE

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[Left margin, two (2) partial stamps] [Right margin, hw check mark] JONGH, Venezuelan national, married, of legal age, and holder of ID Number V-3,711,747, as legal representative of the shareholder ALI JOSÉ DE CASTRO ROUSE, previously identified, is authorized [hw check mark] to certify [hw check mark] these Minutes, which are issued for the record, and which, once read and approved, are signed by all those present as an indication of their consent and acceptance of their contents. (Signed) ALI JOSÉ DE CASTRO DE JONGH, [hw check mark] as representative of ALI JOSÉ DE CASTRO ROUSSE [hw check mark] and RAMÓN JOSÉ DE CASTRO ROUSSE [hw check mark] (Signed) ARMANDO ENIQUE BRICEÑO BRITO [hw check mark].....

[Fingerprint] [Signature] [Fingerprint] ALI JOSÉ DE CASTRO DE JONGH [Signature] JOSÉ GREGORIO ANTONI AMARO ALONZO

[Signature] AMANDO ENRIQUE BRICEÑO BRITO

And we, ALI JOSÉ DE CASTRO DE JONGH, Venezuelan national, married, of legal age and holder of ID Number V-3,711,747, as legal representative of the shareholders ALI JOSÉ DE CASTRO ROUSSE and RAMÓN JOSÉ DE CASTRO ROUSSE, previously identified, ARMANDO ENRIQUE BRICEÑO BRITO, Venezuelan national, of legal age, single, bachelor's degree holder in international business, resident of this city, holder of ID Number V-17,498,057 and JOSÉ GREGORIO ANTONI AMARO ALONZO, Venezuelan national, of legal age, single, bachelor's degree holder in international business, resident of this city, holder of ID Number V-13,944,568, state under oath, that the increase [hw check mark] of capital and the purchase and sale of registered shares executed at this date, originate from lawful activities, which can be corroborated by the competent agencies, and have no relation to unlawful activities, actions or events contemplated in Venezuelan law. In turn, we, ALI JOSÉ DE CASTRO DE JONGH, holder of ID Number V-3,711,747, as legal representative of the shareholders ALI JOSÉ DE CASTRO ROUSSE and RAMÓN JOSÉ DE CASTRO ROUSSE and RAMÓN JOSÉ DE CASTRO ROUSSE, previously identified, ARMANDO ENRIQUE BRICEÑO BRITO, holder of ID Number V-

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AMANDO ENRIQUE BRICEÑO BRITO

[Signature] [Stamp:] Pedro I. Cuiman Pérez; ATTORNEY; INPREABOGADO No. 63,748; FEDERAL DISTRICT BAR ASSOCIATION No. 35,755

17,498,057 and JOSÉ GREGORIO ANTONI AMARO ALONZO, holder of ID Number V-13,944,568, state that the resulting funds hereof shall have a lawful purpose.

[Signature]

[Fingerprint] [Signature] [Fingerprint] ALI JOSÉ DE CASTRO DE JONGH [Signature] JOSÉ GREGORIO ANTONI AMARO ALONZO

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VARGAS MUNICIPALITY, 28TH OF AUGUST, TWO THOUSAND NINETEEN. (SIGNED) DANIEL RAFAEL ALEJANDRO CUIMAN MIJARES, ALBERTO FERREIRA CAMARA, Esq. THIS CERTIFIED COPY FOR PUBLICATION IS ISSUED ACCORDING TO FORM NO. 457.2019.3.197.

[Partial stamp] ALBERTO FERREIRA CAMARA, Esq. INCUMBENT COMMERCIAL REGISTRAR [Signature]

[Stamp:] Dr. ALBERTO FERREIRA CAMARA Commercial Registrar of the State of Vargas Pursuant to Administrative Order No. 1010 Official Gazette No. 40,942 dated 07/12/2016

[Partially legible stamp w/handwriting:] 20634394J; Treasury; 700.00; 07-09-19

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