

9/28/20

Division of Corporations

FAX

H20000367953

Florida Department of State

Division of Corporations

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((H2000036795 3)))



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To:

Division of Corporations

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From:

Account Name : MICHAEL J. FREEMAN, P.A.

Account Number : 072720000142

Phone : (305)442-1567

Fax Number : (305)442-1227

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: mfreeman@freemanmiami.com

FOREIGN PROFIT/NONPROFIT CORPORATION

NASSAU INVESTMENT ADVISERS INC.

Certificate of Status	1
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SEP 28 2020

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FAX AUDIT NO.: H2000036795 3

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
FAX AUDIT NO.: H20000336795 3 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. Nassau Investment Advisers Inc.

(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. Panama

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

3.

(FEI number, if applicable)

4. March 5, 2012

(Date of incorporation)

5.

(Date of duration, if other than perpetual)

6. September 1, 2020

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

7. 153 Sevilla Avenue, Coral Gables, FL 33134

(Principal office street address)

P.O. Box 140668, Coral Gables, FL 33114-0668

(Current mailing address, if different)

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

Name: M.J. F. Registered Agent Corp.

Office Address: 153 Sevilla Avenue

Coral Gables

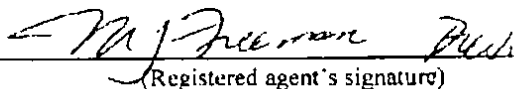
(City)

, Florida 33134

(Zip code)

9. Registered agent's acceptance:

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



(Registered agent's signature)

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

11. 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

☐ Chairman Name: Ilka Maria Ortega
☐ Vice Chairman Address: P.O. Box 0823-02435
☒ Director Panama Republic of Panama
☒ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer _____
☐ Other _____ ☐ Other _____

☐ Chairman Name: Rosa Arnold G.
☐ Vice Chairman Address: P.O. Box 0823-02435
☒ Director Panama Republic of Panama
☐ President _____
☐ Vice President _____
☒ Secretary ☐ Treasurer _____
☐ Other _____ ☐ Other _____

☐ Chairman Name: Larissa E. Castaneca
☐ Vice Chairman Address: P.O. Box 0823-02435
☒ Director Panama Republic of Panama
☐ President _____
☐ Vice President _____
☐ Secretary ☒ Treasurer _____
☐ Other _____ ☐ Other _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer _____
☐ Other _____ ☐ Other _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer _____
☐ Other _____ ☐ Other _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer _____
☐ 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.

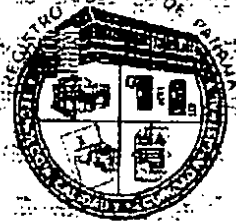
12. _____
 Signature of Director or Officer

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 s.817.155, F.S.

13. Ilka Maria Ortega
 (Typed or printed name and capacity of person signing application)

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REPUBLICA de PANAMA
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11 09 20
P.B. 1065

Registro Público de Panamá

FIRMADO POR: UMBERTO ELIAS
PEDRESCHI PIMENTEL
FECHA: 2020.09.09 10:34:23 -05 00
MOTIVO: SOLICITUD DE PUBLICIDAD
LOCALIZACION: PANAMA, PANAMA

CERTIFICADO DE PERSONA JURÍDICA

CON VISTA A LA SOLICITUD

211100/2020 (0) DE FECHA 08/09/2020

QUE LA SOCIEDAD

NASSAU INVESTMENT ADVISERS INC.

TIPO DE SOCIEDAD: SOCIEDAD ANONIMA

SE ENCUENTRA REGISTRADA EN (MERCANTIL) FOLIO Nº 107537 (S) DESDE EL VIERNES, 25 DE MARZO DE 1983

- QUE LA SOCIEDAD SE ENCUENTRA REDOMICILIO PRELIMINAR

- QUE SUS CARGOS SON:

SUSCRIPTOR: ROBERTO RAMON ALEMAN HEALY

SUSCRIPTOR: JAIME EDUARDO ALEMAN HEALY

DIRECTOR / PRESIDENTE: ILKA MARIA ORTEGA

DIRECTOR / SECRETARIO: ROSA ARNOLD G.

DIRECTOR / TESORERO: LARISSA E. CASTAÑEDA

AGENTE RESIDENTE: ICAZA, GONZALEZ RUIZ & ALEMAN

- QUE SU CAPITAL ES DE 10,000.00 DÓLARES AMERICANOS

EL CAPITAL DE LA SOCIEDAD ES DE DIEZ MIL DOLARES (\$10,000.00), MONEDA DE LOS ESTADOS UNIDOS DE AMERICA, DIVIDIDO EN MIL (1,000) ACCIONES DE UN VALOR NOMINAL DE DIEZ DOLARES (\$10.00), MONEDA DE LOS ESTADOS UNIDOS, CADA UNA. TODAS LAS ACCIONES SERAN NOMINATIVAS.

- QUE SU DURACIÓN ES PERPETUA

- QUE SU DOMICILIO ES BAHAMAS

ENTRADAS PRESENTADAS QUE SE ENCUENTRAN EN PROCESO

NO HAY ENTRADAS PENDIENTES.

REDOMICILIO - CONTINUACIÓN DE SOCIEDAD A OTRA JURISDICCIÓN (PROVISIONAL): MEDIANTE ESCRITURA PUBLICA NUMERO 2636 DEL 13 DE MARZO DEL 2020 DE LA NOTARIA CUARTA DEL CIRCUITO DE PANAMA, ESTA SOCIEDAD SE REDOMICILIA PRELIMINARMENTE A LAS BAHAMAS. EL REDOMICILIO PROVISIONAL SOLICITADO TENDRÁ UNA VIGENCIA DE SEIS (6) MESES A CONTAR DESDE LA FECHA DE INSCRIPCIÓN DE ESTE ASIENTO ELECTRÓNICO. INSCRITO EL DÍA VIERNES, 20 DE MARZO DE 2020 EN EL NÚMERO DE ENTRADA 106082/2020 (0).

EXPEDIDO EN LA PROVINCIA DE PANAMÁ EL MARTES, 08 DE SEPTIEMBRE DE 2020 A LAS 03:52 P.M..

NOTA: ESTA CERTIFICACIÓN PAGÓ DERECHOS POR UN VALOR DE 30.00 BALBOAS CON EL NÚMERO DE LIQUIDACIÓN 1402691456



Valide su documento electrónico a través del CÓDIGO QR impreso en el pie de página o a través del Identificador Electrónico: 89828F46-09E7-4C32-88F0-69CAD7100D52
Registro Público de Panamá - Vía España, frente al Hospital San Fernando
Apartado Postal 0830 - 1596 Panamá, República de Panamá - (507) 501-8000

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APOSTILLE

Convention de La Haye du 5 octobre 1961

Pais: PANAMÁ

presente documento Público

ha sido firmado por Dimitrie Clon Potzshi

quién actúa en calidad de Arbitro

y está revestido del sello/timbre de Receptor público

CERTIFICADO

DIRECCION DE FISCALIA PANAMÁ

6. 01. 4 SEP 2020

TESORERIA por DIRECCION ADMINISTRATIVA

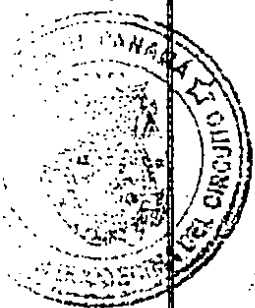
Libro el numero: 2020-16537

Sello/timbre: 1.0 Firma: [Signature]



Esta Autorización no
implica responsabilidad
en cuanto al contenido

FAX AUDIT NO.: H20000336795 3



Public Registry of Panama

SIGNED BY: UMBERTO ELÍAS PEDRESCHI PIMENTEL

(Sgd.) (illegible)

DATE: 2020.09.09 10:04:23 -05:00

PURPOSE: ADVERTISING APPLICATION

LOCATION: PANAMA, PANAMA

LEGAL PERSON CERTIFICATE

IN VIEW OF APPLICATION

211100/2020 (0) DATED 08/09/2020

THAT THE CORPORATION

NASSAU INVESTMENT ADVISERS INC.

TYPE OF CORPORATION: CORPORATION

IS RECORDED AT (MERCANTILE) FOLIO N°107537 (S) AS OF FRIDAY, MARCH 25th, 1983.

- THAT THE CORPORATION IS IN PRELIMINARY REDOMICILIATION

- THAT ITS OFFICES ARE:

SUBSCRIBER: ROBERTO RAMÓN ALEMÁN HEALY

SUBSCRIBER: JAIME EDUARDO ALEMÁN HEALY

DIRECTOR/PRESIDENT: ILKA MARÍA ORTEGA

DIRECTOR/SECRETARY: ROSA ARNOLD G.

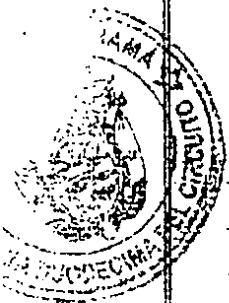
DIRECTOR/TREASURER: LARISSA E. CASTAÑEDA

RESIDENT AGENT: ÍCAZA, GONZALEZ-RUIZ & ALEMAN

- THAT ITS CAPITAL IS OF 10,000.00 UNITED STATES DOLLARS

THE CAPITAL OF THE CORPORATION IS OF TEN THOUSAND DOLLARS (\$10,000.00), LEGAL CURRENCY OF THE UNITED STATES OF AMERICA, DIVIDED INTO ONE THOUSAND (1,000) SHARES WITH A NOMINAL VALUE OF TEN DOLLARS (\$10.00), LEGAL CURRENCY OF THE UNITED STATES OF AMERICA, EACH. ALL SHARES SHALL BE REGISTERED SHARES.

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- THAT ITS DURATION IS PERPETUAL
- THAT ITS DOMICILE IS THE BAHAMAS

ENTRIES SUBMITTED WHICH ARE UNDER PROCESS

THERE ARE NO PENDING ENTRIES.

REDOMICILIATION - CONTINUATION OF THE CORPORATION TO ANOTHER JURISDICTION (PROVISIONAL): THAT THIS CORPORATION IS REDOMICILED PRELIMINARY TO THE BAHAMAS BY MEANS OF PUBLIC DEED 2630 OF MARCH 13th, 2020 OF THE FOURTH NOTARY PUBLIC OF THE CIRCUIT OF PANAMA. THE PROVISIONAL REDOMICILIATION REQUESTED SHALL BE VALID FOR SIX (6) MONTHS AS OF THE REGISTRATION OF THIS ELECTRONIC ENTRY. REGISTERED ON FRIDAY MARCH 20th, 2020 WITH ENTRY NUMBER 106082/2020 (0).

ISSUED IN THE PROVINCE OF PANAMA, ON TUESDAY, SEPTEMBER 8th, 2020 AT 03:52 PM.

NOTE: FEES IN THE AMOUNT OF 30.00 BALBOAS WERE PAID FOR THIS CERTIFICATION WITH VOUCHER NUMBER 1402691456.



Validate your electronic document through the QR Code printed at the footer of the page or through the Electronic Identifier: 89628F46-D9E7-4C32-88F0-99CAD710GD52

Public Registry Of Panama - Via España, facing San Fernando Hospital
P.O. Box 0830 - 1596 Panama, Republic of Panama - (507)501-6000

1/1

APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country **PANAMA**

This public document

2. has been signed by **Umberto Elias**

3. acting in the capacity as **Certifying Officer**

4. and bears the seal/stamp of Public Registry

CERTIFIED

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- 5. in PANAMA
- 6. on the 11th day of SEPTEMBER 2020
- 7. by THE ADMINISTRATIVE DIRECTORATE
- 8. Under number 2020 - 16537
- 9. Seal/stamp (Seal: FINANCIAL DIRECTORATE
- 10. Signature
- TREASURY - REPUBLIC OF PANAMA (Sgd.) (illegible)
- MINISTRY OF GOVERNMENT - 1903)
- (SEAL: REPUBLIC OF PANAMA - MINISTRY OF GOVERNMENT - TREASURY DEPARTMENT)

This Authentication does not imply any responsibility as to the contents of the document.

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179 REPUBLICA de PANAMA
2224 - TIMBRE NACIONAL -
6212
\$010.00
17 09 20 ca. 1065

CERTIFICATE OF ACCURACY

The undersigned, ELIZBETH Y. DEL CID, hereby certifies:

1. That she is a Certified Public Translator for the Republic of Panama, of the Spanish and English languages and is thoroughly conversant in both languages.
2. That the foregoing document is an English translation carefully made by her of a Certificate of Good Standing issued by the Public Registry Office of Panama of the corporation named NASSAU INVESTMENT ADVISERS INC.
3. That said translation is a true and correct English version of said Certificate of Good Standing to the best of her knowledge and belief.

Panama, September 15th, 2020

Elizabeth Y. Del CID
Elizabeth Y. Del CID
I.D. No. 8-455-287



Elizabeth Y. Del CID
I.D. No. 8-455-287
Certified Public Translator and Authorized
Examiner of English to Spanish and vice-versa
Resolution No. 496 of December 14th, 2004
Resolution No. 2569 of May 30th, 2018
Ministry of Education

La suscrita, NORMA MARCELO VELASCO C., Notaria Pública Duodécima del Circuito de Panamá, con Cédula de Identidad No. 8-250-338.

CERTIFICÓ:

Que la (s) firma (s) de (s) ha (n) sido reconocida (s) como suya (s) por ser (s) por consiguiente, dicho (s) firma (s) es (son) auténtica (s).

Panamá

16 SEP 2020

[Signature]

Testigo

FAX AUDIT NO.: H20000336795 3

APOSTILLE

Convention de La Haye du 5 octobre 1961

1. País: PANAMÁ

El presente documento Público

2. Ha sido firmado por Norma Ulleno

3. quién actúa en calidad de: Notaria

4. y está revestido del sello/timbre de: Notaria

CERTIFICADO

17 SEP 2020

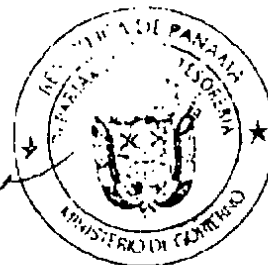
5. EN PANAMÁ

6. el

7. por DIRECCIÓN ADMINISTRATIVA

8. Bajo el número: 2020-16905

9. Sello/timbre: NZ 10 Firma: [Signature]



Esta Autorización no
Implica responsabilidad
en cuanto al contenido
del documento