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COVER LETTER

TO:	Registration Section Division of Corporations			
SUBJ	FCT: ORVAL S.A., CORP.			
	**************************************	`corporation	- must include suffix	
Dear S	ir or Madam:			
"Certif	closed "Application by Foreign Corticate of Existence," or "Certificate of referenced foreign corporation to tra	of Good Stand	ding" and check are submit	
Please	return all correspondence concernin	g this matter	to the following:	
YANA	ALDES			
		Name of I	Person	
VALD	ES CPA & ADVISORS P.A.			
-		Firm/Com	pany	
848 BF	RICKELL AVE SUITE 625			
-		Addre	SS	
МІАМ	I, FL, 33131			
		City/State ar	nd Zip code	
YVAL	DES@VALDESCPA.COM			
	E-mail address:	(to be used fo	or future annual report noti	ication)
For fur	ther information concerning this ma	tter, please ca	all:	
YANA	'ALDES	305	517-3309	
	Name of Person	Area Code	Daytime Telephon	e Number
	STREET/COURIER ADDRESS Registration Section Division of Corporations The Centre of Tallahassee 2415 N. Monroe Street, Suite 810 Tallahassee, FL 32303		MAILING ADD Registration Secti Division of Corpo P.O. Box 6327 Tallahassee, FL	on orations
Please r	ed is a check for the following amounake check payable to: FLORIDA DEI ,00 Filing Fee	PARTMENT Fee & 🔠		387.50 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.

	orporation; must include "INCORPORATED," · orp," "Inc," "Co," or "Corp,")	COMPANY," "CORPORATION	.".
ORVAL S.A., C	ORP.		
(If name unavaila	able in Florida, enter alternate corporate name add	opted for the purpose of transact	ting business in Florida)
VENEZUELA	3		
(State or countr	3 y under the law of which it is incorporated)	(FEI number, if	applicable)
09/20/2000	5		
(Date	of incorporation) 5.	(Date of duration, if other than perpetual)	
	(Date first transacted business in F (SEE SECTIONS 607.1501 & 607.1502	lorida, if prior to registration) 2. F.S., to determine penalty liab	ility)
C/O 1820 N. COI	RP, LAKES BLVD STE. 106, WESTON, FL. 33.	326	
·	(Principal office	street address)	
C/O 1820 N. CO	RP. LAKES BLVD STE, 106, WESTON, FL, 33	326	
	(Current mailing ;	address, if different)	
. Name and <u>stree</u> Name: Office Address:	et address of Florida registered agent: (P.O. I VALDES CPA & ADVISORS, P.A. 848 BRICKELL AVE, STE 625		SPICE TAR
	MIAMI	Classida 33131	۱۳۱۵ لیل ۱۳۵۵ ۱۳۱ میل ۱۳۱۵
		, riorida	· · L
	MIAMI (City)	(Zip code)	TO C
. Registered ago	(City)	(Zip code)	
laving been na <mark>m</mark>	ent's acceptance: ed as registered agent and to accept service	of process for the above stat	ed corporation at the p
Taving been nam lesignated in this urther agree to c	ent's acceptance:	of process for the above stat nt as registered agent and ag ttive to the proper and comp	ed corporation at the paree to act in this capac
laving been nam lesignated in this urther agree to c	ent's acceptance: ed as registered agent and to accept service application, I hereby accept the appointment omply with the provisions of all statutes rela	of process for the above star nt as registered agent and ag ttive to the proper and comp ion as registered agent.	ed corporation at the paree to act in this capac

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.

A. DIRECTORS			ANALYSIA A DANIGONIA A GO
□Chairman	Name:	□ Chairman	Name: ANABELLA D BUSTILLOS
□Vice Chairman	Address: C/O 1820 N. CORP. LAKES	□Vice Chairman	Address:Address:
□Director	STE. 106, WESTON, FL, 33326	□Director	STE. 106. WESTON, FL. 33326
President		□President	
□Vice President		■ Vice President	
☐ Secretary	□Treasurer	□Secretary	□Treasurer
□Other	Other	□Other	Other
□Chairman	Name:	□ Chairman	Name;
□Vice Chairman	Address:	□Vice Chairman	Address:
□Director		Director	
□ President		□President	
□Vice President		□Vice President	
⊞Secretary	□Treasurer	☐ Secretary	□Treasurer
□Other	Other	□Other	□Other
□Chairman	Name:	□Chairman	Name:
□Vice Chairman	Address:	□Vice Chairman	Address;
□Director		□Director	
□President		□President	
□Vice President		□Vice President	
□Secretary	□Treasurer	□Secretary	□Treasurer
□Other	□Other	□Other	
Important Notice: individuals may be	Use an attachment to report more than six (6). The added to the index when filing your Florida Depar	attachment will be image tment of State Annual Re	d for reporting purposes only. Non-indexed eport form.
12.	Signature of Direct	MARIA VALENZUE or or Officer	ELA
	ctor signing this document (and who is listed in nor also information submitted in a document to the De		

s.817.155, F.S.

13. JOSE MARIA VALENZUELA



The undersigned, Ricardo Emilio Tinoco Acevedo, bearer of the Venezuelan Identity Card Number 3,415,836, Public Interpreter of the Bolivarian Republic of Venezuela in the English Language, by virtue of the title published in the Official Gazette Number 31,707, dated March 29, 1979, and registered in the Principal Office for Public Registration of the Federal District under Number 445, Folio 252, Volume 3, and inscribed in the Second Civil and Mercantile Court of the Judicial District of the State of Carabobo on March 08, 1979, hereby certifies: That the attached document that has been brought to me for translation, translated into the English Language, textually says:

(The Coat of Arms of the Bolivarian Republic of Venezuela is printed on the top center of the document. Two fiscal stamps are affixed at the upper right and left of the document).

SECOND MERCANTILE REGISTRY OF THE JUDICIAL CIRCUMSCRIPTION OF THE STATE OF PORTUGUESA

Dr. Tamara Perez de Corredor

Second Mercantile Registrar of The Judicial Circumscription of The State of Portuguesa

The undersigned hereby certifies that has confronted the photocopy of the document containing eleven (11) Folios which are herein reproduced, with the original file containing the Incorporation Documents of the Company ORVAL, S.A. inscribed under No.37, Volume 94-A, and found them to be true and exact, and which are attached to Dossier No. O-101 dated September 20, 2000. The Undersigned also Certifies, by analogic application of Article 120 of the Law for Public Registration, that this certified copy has been made in this Office by Citizen Yris Mendoza Fonseca, holder of the ID Card No 7.547.319, an able person duly authorized by me to do so, and who, along with me, subscribes this certification and each of the pages. (Signed) Dr. Tamara Perez de Corredor, Second Mercantile Registrar of The Judicial Circumscription of The



YOUR OFFICE:

State of Portuguesa. (The Registrar's Seal is affixed. There is a Fiscal Stamp
next to the Seal)
ATTACHED DOCUMENT:
CITIZEN
SECOND MERCANTILE REGISTRY OF THE JUDICIAL CIRCUMSCRIPTION
OF THE STATE OF PORTUGUESA
YOUR OFFICE.
l, JORGE ERNESTO MANJAKA OSTA, Venezuelan, a local resident, of lega
age, identified with ID Card No. V-9.564.263, single, a Lawyer, Registered with
the "Impreabogado" under No. 46.710, respectfully come before you to reques
five (5) CERTIFIED COPIES of the Incorporation documents of the Company
ORVAL, S.A. registered locally, and inscribed before the Second Mercantile
Registrar of The Judicial Circumscription of The State of Portuguesa or
September 20, 2000 under No. 37, Volume 94-A. It is Justice, in Acarigua, or
the date of the presentation. (Signed) JORGE ERNESTO MANJAKA OSTA
(There are illegible Seals and Fiscal Stamps affixed at the bottom of the
document)
ATTACHED DOCUMENT:
CITIZEN, SECOND MERCANTILE REGISTRAR OF THE JUDICIAL
CIRCUMSCRIPTION OF THE STATE OF PORTUGUESA

The undersigned **DEYANIRA VALENZUELA VALENZUELA**, a Colombian citizen, holder of the Identity Card No. E-81.782.850, single, with a credential as a National Investor granted by the Superintendent's Office for Foreign Investments under No. 79.674, sufficiently authorized for this act, come before you to introduce the Incorporation Documents, amply written so as to serve also as Company By Laws, of the Corporation "ORVAL, S.A." so that it be inscribed in the Commerce Registry. I attach to this an Inventory Balance sheet



ATTACHED DOCUMENT: ------SECOND MERCANTILE REGISTRY OF THE JUDICIAL CIRCUMSCRIPTION OF THE STATE OF PORTUGUESA

Acarigua, September Twenty (20), two thousand. The preceding participation is considered presented. Having complied with the requisites of the Law, have this registered in the Mercantile Registry along with the documents presented. Insert and publish in the corresponding book. Form the Company File and file the original with a copy of the By-Laws and other attachments. Issue copy for Publication. The preceding document written by Lawyer Jorge Ernesto Manjaka, is hereby inscribed in the Commerce Registry under N° thirty-seven (37), Volume 94-A. Paid rights: Bs. 7,545,240.00 as per format N° 276554. Identification was done as follows: Deyanira Valenzuela Valenzuela, ID No. 81.782.850. The Administrators and Partners of the Company are advised that they must go before the Offices of the SIEX within 60 days as of the notarization of the document, in order to comply with what is established under Decree 2095 dated Feb.13, 1992. -- The Mercantile Registrar (signed) (There is a Seal next to the signature).

ATTACHED DOCUMENT: -----

The undersigned, JORGE ORLANDO VALENZUELA ALMARIO, a Colombian citizen, of legal age, a Businessman, holder of the Identity Card No.



E-81.290.303, with a credential as a National Investor granted by the Superintendent's Office for Foreign Investments under No. S-13.724, with a local domicile, JOSE MARIA VALENZUELA VALENZUELA, a Colombian citizen, of legal age, single, a Businessman, holder of the Identity Card No. E-81.782.851, with a credential as a National Investor granted by the Superintendent's Office for Foreign Investments under No. 79.673, with a local domicile, and DEYANIRA VALENZUELA VALENZUELA, a Colombian citizen, holder of the Identity Card No. E-81.782.850, single, with a credential as a National Investor granted by the Superintendent's Office for Foreign Investments under No. 79.674, with a local domicile, have agreed to incorporate a corporation by means of this here document which is written with sufficient amplitude to also serve as By Laws, and will be governed by the following Clauses:

TITLE I

NAME OF THE CORPORATION, DOMICILE, DURATION AND OBJECTIVE

<u>FIRST</u>: The name of the Corporation will be "ORVAL, S.A.", the corporate address is in the city of Araure, State of Portuguesa, but may establish branch offices or agencies in any other part of Venezuela or abroad.

SECOND: The Corporation will have a duration of five (5) years counted as of its inscription in the Mercantile Registry. In conformity with the pertinent legal dispositions, the Board of Shareholders may extend the above period, or, in case such period had expired, may agree on the reconstitution of the Corporation. Likewise, such Board may approve the anticipated liquidation, prior compliance with the corresponding legal formalities.

THIRD: The main objective of the Corporation is the Purchase and Sale of agricultural machinery and implements, whether new or used, domestic or imported; the purchase and sale of spare parts for agricultural machinery and implements, whether new or used, domestic or imported, wholesale or retail, and any other activity directly or indirectly related with its main objective. It may also conduct any other legal commercial activity.



TITLE II

SOCIAL CAPITAL

FOURTH: The Social Capital of the Company is SEVEN HUNDRED FIFTY MILLION BOLIVARES (BS. 750,000,000.00) divided in SEVENTY-FIVE THOUSAND (75,000) nominal shares non-convertible to the holder, at a value of TEN THOUSAND BOLIVARS (Bs. 10,000.00) each one. - Said Capital is totally subscribed and 61% paid as follows: Shareholder JORGE ORLANDO VALENZUELA ALMARIO has subscribed SIXTY PERCENT (60%) of the Social Capital represented in FORTY-FIVE THOUSAND (45,000) Shares at TEN THOUSAND BOLIVARS (Bs. 10,000.00) each one, for a total of FOUR HUNDRED AND FIFTY MILLION BOLIVARES (BS. 450,000,000.00), and he has paid TWO HUNDRED SEVENTY FOUR MILLION FIVE HUNDRED THOUSAND BOLIVARS (274, 500,000.00), equivalent to TWENTY SEVEN THOUSAND FOUR HUNDRED FIFTY (27,450) Shares representing SIXTY ONE PER CENT (61%) of the subscribed Capital; Shareholder JOSE MARIA VALENZUELA VALENZUELAhas subscribed THIRTY PERCENT of the Social Capital represented in TWENTY TWO THOUSAND FIVE HUNDRED (22,500) Shares at TEN THOUSAND BOLIVARS (Bs. 10,000.00) each one, for a total of TWO HUNDRED TWENTY FIVE MILLION BOLIVARES (BS. 225,000,000,00), and paid ONE HUNDRED THIRTY SEVEN MILLIONTWO HUNDRED FIFTY THOUSAND BOLIVARES (137,250,000.00) equivalent to THIRTEEN THOUSAND SEVEN HUNDRED TWENTY FIVE (13,725) shares, representing SIXTY ONE PER CENT (61%) of the subscribed Capital; and Shareholder DEYANIRA VALENZUELA VALENZUELA has subscribed TEN PERCENT (10%) of the social Capital represented in SEVEN THOUSAND FIVE HUNDRED (7,500) shares at TEN THOUSAND BOLIVARS (Bs. 10,000.00) each one, for a total of SEVENTY FIVE MILLION BOLIVARES (BS. 75,000,000.00), and has paid FORTY FIVE MILLION SEVEN HUNDRED FIFTY THOUSAND BOLIVARES (BS. 45,750,000.00), equivalent to FOUR THOUSAND FIFVE HUNDRED SEVENTY FIVE (4,575) shares representing



SIXTY ONE PER CENT (61%) of the subscribed Capital. Said capital has been paid by the shareholders by means of fixed assets, merchandise and goods provided to the Corporation as per the inventory balance and transfer documents notarized before the Second Notary of Acarigua, on September 19, 2000, registered with numbers 81, 82 and 83 from Volume 25 of the Book of Authentications kept by the Public Notary, for a total value of FOUR HUNDRED FIFTY SEVEN MILLION FIVE HUNDRED THOUSAND BOLIVARES (BS. 457,500,000.00), which is attached and form integral part of the Incorporation Document.

FIFTH: In the case of capital increases, the shareholders have preferential rights to acquire new shares in proportion to the capital that at the time they have subscribed, and the interested party must state his/her intention within the following fifteen (15) days of the offer. Once the above period has expired, the Shareholder Assembly is at liberty to sell to third parties. Likewise, the shareholders have preferential rights over shares offered up for sale, in equal conditions. Consequently, the shareholder or heir who wishes to sell partially or totally must offer them first to the other shareholders, and to that effect, must notify the Board of Directors in writing, indicating the quantity and price of the shares offered. The Board of Directors will notify the shareholders in writing and a non-extendable term of fifteen (15) days will be given, counted as of the day of the participation, so that shareholders exercise their preferential rights. Once the afore mentioned term has expired and no written offers were received to purchase from any of the shareholders, the seller may then be free to offer them to third parties, in the same conditions proposed. Any transfer of shares registered in the book of shareholders that fails to comply with the preferential formalities, will not be valid.

TITLE III

THE SHAREHOLDERS ASSEMBLY

<u>SIXTH</u>: The Shareholders Assembly is the decision-making body exercising the supreme will of the Corporation. The Assembly will be considered legally



constituted with the presence of a number of shareholders that represent seventy five percent (75%) of the social capital of the Company, including for the end provided in Article 280 of the Commerce Code.

<u>SEVENTH</u>: The Ordinary Shareholders Assembly will take place at least once a year, within the following ninety (90) days of the closing of the financial period, so as to deliberate and resolve over the approval of the General Balance, the Administrative Management and other aspects referred to in Article 275 of the Commerce Code.

EIGHTH: The Extraordinary Shareholders Assembly will take place at anytime the interest of the Corporation may demand so, by decision of the President or of shareholders representing one sixth (1/6) of the social capital.

NINTH: The Shareholders Assemblies, whether ordinary or extraordinary, must be called by the President by announcement in a national newspaper, five (5) days prior to the meeting date. The announcement must indicate the objective of the meeting, the date, place and time for the meeting. Such announcement may be omitted when the shareholders representing the totality of the social capital of the company are in meeting.

TITLE IV

THE ADMINISTRATION

TENTH: The Corporation will be administered by a Board of Directors conformed by one (1) President, one (1) Vice-President, one (1) Administrative Director and one (1) Marketing Director, who may or may no be shareholders, will be elected by the Shareholders Assembly, will remain in their position for a five (5) year period, may be re-elected and will remain in their position until their successors assume their new positions. In order to comply with the stipulations in Article 244 of the Commerce Code, each member of the Board of Directors must deposit thirty (30) shares in the Social Fund of the Corporation before they begin the exercise of their functions.

ELEVENTH: The PRESIDENT and the VICE-PRESIDENT are the legal representatives of the Corporation. Acting jointly or separately, they will have

RICARDO TINOCO
PUBLIC TRANSLATOR
OII col Gazente Nº 31707 03/29/79

all the administrative faculties and disposition of all company assets without limitation and may: 1) Subscribe and execute all documents, agreements, contracts or businesses required for the operation of the company, 2) Mobilize credits of any nature, 3) open credit accounts or deposit in banks, 4) mobilize and establish administrative expenses, 5) issue, endorse, accept, reject and pay checks, bills of exchange and any other type of mercantile effects, 6) agree on the use of the reserve funds, 7) Summon the ordinary and extraordinary Shareholders Assemblies, 8) Direct the economic policy of the company, 9) represent the company legally and extra-legally, 10) Grant Power of Attorney to trustworthy Lawyers giving them the faculties they consider convenient, including those of convening, dismissing, compromising, considered being notified or summoned, receive sums of money, make bids, accept that causes be decided in conformity to equity, or be subject to arbitrage, 11) sell, buy or offer any type of assets or real estate in guarantee. The ADMINISTRATIVE DIRECTOR will be responsible for the simple administration and will have the following attributions: 1) Open and mobilize bank accounts. 2) In agreement with the other members of the Board of Directors will establish the personnel administration policies to be executed by a Chief of Personnel designated by him. 3) Celebrate or terminate leasing contracts, 4) Direct the economic policy of the company on a daily basis. 5) Establish the operational guidelines and oversee that they are complied. 6) Control de Spare Parts and Tooling Inventory of the Company. - THE MARKETING DIRECTOR will have the following responsibilities: "Plan, organize, execute, control and evaluate al the activities of the company related to marketing, conduct market studies and forecasts, provide advise to the board of Directors in the establishment of policies and corrective actions to be carried out in other departments related to the marketing policies, provide training and coaching to personnel in the areas of sales and marketing, establish sales goals and oversee that they are met. It is the obligation of all members of the Board of Directors to present before the Ordinary Annual Assembly all the plans, programs and forecasts previously



set, which will be reviewed and reassessed if necessary in an Extraordinary Shareholders meeting every time the President of the Corporation demands on his own account or be requirement from 20% of shareholders."

TITLE V

THE STATUTORY AUDITOR AND HIS ATTRIBUTIONS

TWELFTH: The Corporation will have one (1) Statutory Auditor who will be appointed by the Shareholders Assembly. He will remain in his position for a period of two (2) years and can be re-elected. He will have an alternate who will replace him in case of a temporary or absolute absence and will be appointed for two (2) years in the Shareholders Assembly.

THIRTEENTH: In accordance with the provisions in the Commerce Code, the Statutory Auditor will have the following responsibilities: 1. Examine the Financial Statements of the Corporation for each Economic Period. 2. Prepare his annual report on the financial statements reviewed, and recommending, or not, the approval of the annual balance sheet, which must be done at least fifteen days prior to the date of the shareholders assembly. 3. Attend all shareholders assemblies with only the right of voice. 4. Exercise the attributions described in this document and in the Law.

TITLE VI

THE DISSOLUTION

FOURTEENTH: In the case of the dissolution of the Corporation, the shareholders assembly that so decides, will elect one or more liquidators, who will have the attributions outlined in the Commerce Code.

TITLE VII

THE ECONOMIC PERIOD

<u>FIFTEENTH</u>: The economic period of the Corporation will begin on October first, 2000 and will end on September 30, 2001.

<u>SIXTEENTH</u>: Upon closing of the economic period, the Company's ledger accounts will be closed. An inventory will be taken, and a general balance sheet



will be prepared along with a profit and loss statement, in which the Social Capital, profits obtained, and losses suffered will be clearly indicated. A provision of five percent (5%) of the social capital will be taken from the net profits for the legal reserve fund, until ten percent (10%) of such capital is attained, and the favorable balance will be distributed amongst the shareholders in a manner established by the assembly. In addition, if the shareholders so decide, an allowance for the Directors will be established, indicating the percentage to allocate in each case.

TITLE VIII

THE COMMERCE CODE, SUPPLEMENTARY APPLICATION

SEVENTEENTH: The dispositions of the Commerce Code will apply to all circumstances not expressly contemplated in this Incorporation Document.

TITLE IX

TRANSITORY DISPOSITIONS

EIGHTEENTH: The following appointments are herein made in this Act for this economic period: Citizen JORGE ORLANDO VALENZUELA ALMARIO is appointed PRESIDENT: Citizen JOSE MARIA VALENZUELA DEYANIRA appointed VICE-PRESIDENT: Citizen **VALENZUELA**is VALENZUELA VALENZUELAis appointed ADMINISTRATIVE DIRECTOR; and citizen EDGAR RENE MIRANDA, a Colombian national, holder of the Identity Card No E-82.118.745 with local domicile, is appointed MARKETING DIRECTOR. Mr. RAMON FERNANDEZ, Venezuelan, of legal age, holder of the Identity Card No. V-1.164.687, Certified Public Accountant, registered with the School of Public Accountants of the State of Portuguesa under C.P.C. No. 27.406 is appointed STATUTORY AUDITOR. All of the above with local domicile.

<u>NINETEENTH</u>: Citizen <u>DEYANIRA</u> <u>VALENZUELA</u> a Colombian citizen, holder of the Identity Card No. E-81.782.850, single, with a credential as a National Investor granted by the Superintendent's Office for Foreign Investments under No. 79.674, with a local domicile, is authorized to



conduct all necessary diligences before the MERCANTILE REGISTRY and the subsequent publication. This here Act was read to all in attendance and signed in agreement. JORGE ORLANDO VALENZUELA ALMARIO (signed); JOSE MARIA VALENZUELA (signed); DEYANIRA VALENZUELA (signed).

In Araure, on this eighteenth day of September 2000. (There are three illegible signatures at the foot of the document) -----

This is a true translation of the attached document that I do on behalf of the interested party, in witness whereof I sign and affix my seal to the present on this tenth day of September 2019.

Phone: 1-58-414-340 8813

1-58-241-857 9496

RIVARDO TINOCO: PUBLIC TRANSLATOR Official Gestello Nº 31707 03/29/79





N° COMPROBANTE: 2020

REGISTRO ÚNICO DE INFORMACIÓN FISCAL (RIF)

J307387831 ORVAL, S.A.

FECHA DE INSCRIPCIÓN:

20/09/2000

DOMICILIO FISCAL AV LOS PIONEROS LOCAL PARCELA NRO 07 ZONA PARCELAMIENTO NARFAMS INC ARARURE PORTUGUESA ZONA POSTAL 3303 FECHA DE VENCIMIENTO:

FECHA DE ÚLTIMA ACTUALIZACIÓN: 02/06/2020

02/06/2023

DIVISIÓN DE CONTRIBUYENTES ESPECIALES (BARQUISIMETO)

3307387831-EVB 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, Sistemas en Línea mediante la opción 'Consulta Comprobante Digital RIF'. No requiere sello húmedo.