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(Address)			
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(City/State/Zip/Phone #)			
(Business Entity Name)			
(Document Number)			
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CAPITAL CO 417 E. Virginia Street, S (850) 224-8870 • 1-80	DNNECTIO	Florida 32301		•
Limewood Investme	nt SA, INC			
			1	Art of Inc. File
				LTD Partnership File Foreign Corp. File
				L.C. File
				Fictitious Name File
				Trade/Service Mark
				Merger File
				Art. of Amend. File
				RA Resignation
				Dissolution / Withdrawal
				Annual Report / Reinstatement
				Cert. Copy
				Рного Сору
				Certificate of Good Standing
				Certificate of Status
				Certificate of Fictitious Name
				Corp Record Search
				Officer Search
				Fictitious Search
Signature				Fictitious Owner Search
				Vehicle Search
		_		Driving Record
Requested by: SETH	06/30/21			UCC 1 or 3 File
Name	$\frac{00/30/21}{\text{Date}}$	Time	·	UCC 11 Search
	Duit			UCC 11 Retrieval

COVER LETTER

TO: Registration Section Division of Corporations

SUBJECT: _____

Name of corporation - must include suffix

Dear Sir or Madam:

· · · ·

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

GASTON R CORTES CP	A			
	Na	ame of Perso	Π ·	
KSDT & CO				
	Fir	m/Company		
9300 S DADELAND BLV	/D STE 600			
		Address		
MIAMI, FL 33156				
. <u>,</u>	City	State and Zi	p code	
GCORTES@KSDT-CPA.	СОМ			
<u></u>	E-mail address: (to b	e used for fu	ture annual report n	otification)
For further information	concerning this matter,	please call:		
GASTON CORTES	at (³⁰	5 <u>)</u>	70-3370	
Name of Person		ea Code	Daytime Telepl	none Number
Registration Sec Division of Cor The Centre of T	porations allahassee e Street, Suite 810		MAILING A Registration S Division of Co P.O. Box 6321 Tallahassee, F	ection prporations 7
Enclosed is a check for Please make check payable	e to: FLORIDA DEPART			
■ \$70.00 Filing Fee	\$78.75 Filing Fee Certificate of State		.75 Filing Fee & tified Copy	\$87.50 Filing Fee, Certificate of Status & Certified Copy

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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.

LIMEWOOD INVESTMENTS SA INC.

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

PANAMA	3	98-1599863
(State or countr	y under the law of which it is incorporated)	(FEI number, if applicable)
01/14/2021		5.
(L)ate	of incorporation)	(Date of duration, if other than perpetual)
05/07/2021		
		in Florida, if prior to registration) 1502, F.S., to determine penalty liability)
300 S DADELA	ND BLVD STE 600 MIAMI, FL 33156	
· ···· ···	(Principal o	ffice <u>street</u> address)
9300 S DADEL/	AND BEVD STE 600 MIAMI, FL 33156	
	(Current mai	ling address, if different)
Name and <u>stre</u> Name:	et address of Florida registered agent: (P KABAT.SCHERTZER.DELATORR	
Tice Address:	9300 S DADELAND BLVD STE 600	<u></u>
	МІАМІ	Florida 33156 (Zip code)
	(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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🗂 Chairman	Luis Espinoza Battistini Name:	Chairman	Name:
Vice Chairman	Address:	□Vice Chairman	Address:
Director	STE 600	Director	
	MIAMI, FL 33156	□President	
□Vice President		□Vice President	
Secretary		Secretary	Treasurer
Other	Other	Other	Other
Chairman	Name:	□ Chaiπnan	Name:
□Vice Chairman	Address:	□Vice Chairman	Address:
Director		Director	
□President		President	
□Vice President		☐Vice President	
Secretary		Secretary	
DOther	Other	🗆 Other	Other
□Chairman	Name:	Chairman	Name:
□Vice Chairman	Address:	□Vice Chairman	Address:
Director		Director	
□ President		□President	
□Vice President		DVice President	
Secretary	□Treasurer	Secretary	
Other	0ther	Other	🖸 Other
individuals may be	Use an attachment to report more than six (6). The attac added to the index when filing your Florida Department	it of State Annual Re	d for reporting purposes only. Non-indexed port form.
	Signature of Director of		
The officer or direct she is aware that for s.817.155, F.S.	ctor signing this document (and who is listed in number lise information submitted in a document to the Departm	11 above) affirms th tent of State constitu	at the facts stated herein are true and that he or tes a third degree felony as provided for in
LU	IS ESPINOZA BATTISTINI, DIRECTOR		······································

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

· · · · ·

Translation from Spanish to English



Public Registry Office of Panamá

Signed by: LILIVA RUIZ HERRERA DATE: 01.15.2021 19:56:00 – 05:00 Reason: Proceeding Completion Location: Panamá, Panamá



[In the Left-Hand Margin] There appears the Coat of Arms of the Public Registry of Panamå [In he Right-Hand Margin] There appears a revenue stamp duly canceled

REGISTRATION CERTIFICATE

After completing the requested proceeding with Entry Number 9163/2021(0) filed before this Registry Office in person on 01/14/2021 at 03:51 p.m.

DOCUMENT HOLDER

LIMEWOOD INVESTMENTS S.A.

DOCUMENT(S) PRESENTED

PUBLIC DOCUMENT No. 555 AUTHORIZING OFFICIAL: NORMA MARLENIS VELASCO CEDEÑO No. 12 DATE: 01/14/2021NUMBER OF COPIES: 1

PAYMENT DOCUMENT(S) PRESENTED

PAYMENT DOCUMENT WITH CARD 1628796 AMOUNT: SIXTY-FIVE BALBOAS (B./ 65.00) PAYMENT DATE: 01/14/2021

ELECTRONIC ENTRY(IES) MADE IN THE TICKET

(BUSINESS) FOLIO No. 598433 RECORD No. 3 GENERAL OR SPECIAL POWER OF ATTORNEY OF A CORPORATION SIGNED BY: LILIVA RUIZ HERRERA REGISTRATION DATE: FRIDAY, JANUARY 15, 2021 (07:55 P.M.)

[In the Right-Hand Margin] There appears the rubber seal of the Twelfth Notarial Office



 Validate this electronic document through the QR Code printed in the bottom of this page or through the Electronic Identifier: 89A1CBCF-6672-403A-95D7-BD81D884868
Public Registry of Panamá, (Address) Vía España, frente al Hospital San Fernando
Apartado Aéreo (P.O. Box) 08-30 – 1596 Panamá – Republic of Panamá (507) 501-6000

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[In the Left-Hand Margin there appears a barcode with the Number 916/2021(0)



[In the Body] There appears the Coat of Arms of the Republic of Panamá

[In the Right-Hand Margin] There appears the rubber seal of the Twelfth Notarial office

REPUBLIC OF PANAMÁ PROVINCE OF PANAMÁ TWELFTH NOTARIAL OFFICE OF THE CIRCUIT OF PANAMÁ *Norma Marlenis Velasco C.* TWELFTH NOTARY PUBLIC

Telephone Numbers: 223-9423 223-4258

Hours: Monday to Friday 8:00 am to 5:00 pm Saturdays 9:00 am to 12:00 pm (Address) CAMPO ALEGRE EDIFICIO ANGELIKI, LOCAL 1A, PLANTA BAJA APDO POSTAL (P.O. BOX) 0832-00402, REPUBLIC OF PANAMA Fax: 223-9429

COPY OF PUBLIC DOCUMENT No. 555 OF THE 14TH DAY OF JANUARY IN THE YEAR 2021

BY WHICH THE MINUTES OF THE EXTRAORDINARY MEETING OF SHAREHOLDERS OF THE CORPORATION NAMED LIMEWOOD INVESTMENTS S.A. is registered.



PUBLIC DOCUMENT NUMBER FIVE HUNDRED FIFTY-FIVE (555)

By which the Minutes of the Extraordinary Meeting of Shareholders of the corporation named LIMEWOOD INVESTMENTS S.A. is registered.

Panamá, this 14th day of January in the year 2021

In the city of Panamá, capital of the Republic of Panamá and head of the Notarial Circuit of the same name, this fourteenth (14th) day of January in the year two thousand twenty-one (2021), before me: **Norma Marlenis Velasco Cedeño**, Twelfth Notary Public of the Circuit of Panamá, a female, of legal age, single, bearer of National Identification Card No, eight – two hundred fifty – three hundred thirty-eight (8-250-338), appeared in person: **Benito Fisher Aragon**, a male. Panamanian national, of legal age, practicing attorney, bearer of National identification Card No, three – seven hundred five – seven hundred thirty nine (3-705-739), a person that I can attest that I know, duly authorized for this proceeding, who gave me this Public Document for its registration, which I did in fact, which contains the Minutes of the Extraordinary Meeting of Shareholders of LIMEWOOD INVESTMENTS S.A., a corporation duly established and active in agreement with the laws of the Republic of Panamá, and registered under the Folio Number five hundred ninety eight thousand four hundred thirty-three (598433) of the Business Section of the Public Registry Office of Panamá. The Minutes have been duly made, revised, and signed by **Benito Fisher Aragon**, a practicing attorney.

Once this document was read to the appearing parties and the witnesses: Alexis Guerrel Rodriguez, a male, Panamanian National, of legal age, single, with domicile in this city, bearer of National identification Card No, eight - four hundred eighty-six – six hundred seven (8-486-607); and Simon Rodriguez Bonilla, a male, Panamanian National, of legal age, single, with domicile in this city, bearer of National identification Card No, nine – one hundred seventy-four – two hundred (9-174-200); to whom I know and are competent; In witness whereof they set their hands before me, the Notary Public certifying this document.

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THIS PUBLIC DOCUMENT HAS BEEN ASSIGNED WITH THE NUMBER FIVE HUNDRED FIFTY-FIVE (555) IN THE PROTOCOL OF THIS YEAR.

(L.S.) Benito Fisher Aragon – (L.S.) Alexis Guerrel Rodriguez – (L.S.) Simon Rodriguez Bonilla – (L.S.) Norma Marlenis Velasco Cedeño, Twelfth Notary Public of the Circuit of Panamá.

MINUTES OF THE EXTRAORDINARY MEETING OF SHAREHOLDERS OF THE CORPORATION NAMED LIMEWOOD INVESTMENTS S.A.

An extraordinary session of LIMEWOOD INVESTMENTS S.A., a corporation duly established and active in agreement with the laws of the Republic of Panamá, and registered under the Folio Number five hundred ninety-eight thousand four hundred thirty-three (598433) of the Business Section of the Public Registry Office of Panamá, was held at the offices of the corporation located in the city of Lima, Republic of Perú, on the fifth (5th) day of January in the year two thousand twenty-one (2021), at eight (8:00) a.m.

The meeting was presided by MAXIMO HERRERA MOSCOL as President, and RENATO AURELIO PALOMINO acted as Secretary, both as holders of such positions.

The Secretary informed that all the shares issued, paid, and in circulation were present and represented, therefore, it was not necessary to make a previous notification. The President declared the session open and stated that the purpose of the meeting was:

1. To consider conferring General Power of Attorney to MAXIMO HERRERA MOSCOL, a male, of legal age, a Peruvian national, attorney, bearer of Passport No. one one six three eight seven eight seven four (116387874), with domicile in Avenida Oscar R. Benavides, casa número cinco cero cuatro cuatro (five zero four four - 5044), apartamento número tres cero uno (apartment Number three zero one - 301). Edificio D (Building D), San José, Bella Vista, Callao, Republic of Perú, so acting in name and representation of LIMEWOOD INVESTMENTS S.A., performs in the Republic of Perú, Panamá, and/or any other country, several faculties in some way that this Power of Attorney is unique, valid, and existent since all the Powers of Attorney previous to this one are revoked, therefore are invalid and, additionally, for the validity of all the Powers of Attorney of this Corporation, they must be registered in the Public Registry Office of Panamá.

2. To consider authorizing Benito Fisher Aragon to register these Minutes.

After a motion was opened, seconded, and discussed, it was approved, by unanimity, a **RESOLUTION** that stipulates the following:

1. To confer General Power of Attorney to MAXIMO HERRERA MOSCOL, a male, of legal age. a Peruvian national, attorney, bearer of Passport No. one one six three eight seven eight seven four (116387874), with domicile in Avenida Oscar R. Benavides, casa número cinco cero cuatro cuatro (five zero four four - 5044), apartamento número tres cero uno (apartment Number three zero one - 301), Edificio

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There appears the rubber seal of the Notarial Office

There appears the Coat of Arms of the the Republic of Panamá [In the Left-Hand Margin] There appears a revenue stamp Notarial duly canceled

LIMEWOOD INVESTMENTS S.A. performs in the Republic of Perú, Panamá, and/or any other country, the following faculties in some way that this Power of Attorney is unique, valid, and existent since all the Powers of Attorney previous to this one are revoked, therefore are invalid and, additionally, for the validity of all the Powers of Attorney of this Corporation, they must be registered in the Public Registry Office of Panamá.

First: To manage any procedure and/or banking service required by the aforementioned Corporation before any private and/or state bank established in the Republic of Panamá and/or in any other part of the world. Therefore, he has the power to carry out the following acts:

- a. To open bank, checking, savings, fixed-term, encoded, or any other kind accounts: to request safety boxes, lines of credit, checks of any denomination, bank guarantees, escrows, drafts, and transfers to other accounts of the Corporation, with no limitation; to deposit funds in custody or securities, and to renew them as many times as needed; and, in general, to act before the aforementioned banks in the broadest representation of the Corporation, with no restriction or limitation.
- b. So in the name and representation of this Corporation, to issue and/or give the necessary direction on the baking and deposit accounts, whether checking or savings accounts, encoded or of fixed-term, as well as of any of the kind of deposits made at any time in any bank established in the Republic of Panamá and/or in any part of the world.

Second: To buy personal and/or real estate property, rights in real and personal property for the Corporation, to sell those that currently belong to the same, of any type or nature, whether in cash or installments, making agreements with the payment terms and all other clauses and conditions as he deems necessary; to rent or rent out properties for and of the Corporation, for a fixed or indefinite period, to evict

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Third: To agree, execute, and carry out all the agreements and contracts needed for financing other companies, as well as to organize, incorporate, reorganize, and help financially of any company, corporation, limited liability corporation, collective, cooperatives, and mutual corporations, and, in general, all kind of corporations.

Fourth: To enter or carry out, in general terms, all civil or business, industrial or manufacturing, contracts, whether of domain or management, that are necessary or convenient to carry out business or objectives of the Corporation, even though they have not been specified, granted and subscribed here yet, as many public and private documents are required for exercising all the powers indicated in the Power of Attorney, and any other needed for the broad and total representation of the Corporation in the Republic of Panamá and/or any other part of the world, since the powers listed in this Power of Attorney are just simply explanatory and, in no case, with any limitation.

Fifth: To buy for the corporation, in a public auction, legally or out-or-court, or in any other way, all kind of goods and rights, for the prices and conditions as he deems necessary; being able to acquire and purchase, in this or any other way shares of capital, participation, bonds, coupons, mortgages, liabilities, securities, promissory notes, installment loans, bank acceptances, bills of exchange, and evidence of debts issued or created by others corporation, limited liability corporations or associations, whether public, private, municipal, or any corporative entity, or issued by any state, province, municipalities, cities or political subdivisions of the countries in which Power of Attorney can be executed.

Sixth: To request the registration of as many brands, patents, and other modalities of industrial property that are convenient for the protection of the businesses of the Corporation.

Seventh: To make business purchases and sales in the name of the Corporation, as well as to insure the merchandise and property of the same and to sign invoices, bills of lading, receipts, requests, insurance policies, and any other civil or business documents required for the performance of the activities of the Corporation, including any kind of customs or mail documents needed to pick-up merchandise or receive correspondence, whether regular or certified.

Eight: Too pay contributions, taxes, fees, rates, burden, and shares of any kind which payment corresponds to the Corporation: filing claims of such payments when he considers them high or unfair.

Ninth: To open offices for this Corporation in the countries where this Power of Attorney is executed and to appoint, remove, suspend, and dire any kind of employees and to set their salaries and remunerations.

Tenth: To represent the Corporation before the legal, political, and administrative authorities of any state, department, province, municipality, or political subdivision of the Republic of Panamá, and/or any other country with the necessary broadest general and special powers of the mandate as needed; and, in no case, with no limitation of power to file lawsuits and/or desist of lawsuits; reconvene or concur in the lawsuits; to receive, commit, accept pretensions; to take decisive confessions or oaths, differ from those of the



[In the Left-Hand Margin] There appears the rubber seal of the Notarial Office [In the Body] There appears the Coat of Arms of the the Republic of Panamá [In the Left-Hand Margin] There appears a revenue stamp Notarial duly canceled

opponents, compromise claims and/or enter in agreements, submit them to arbitration, ask for payments suspension, submit a tender or file bankruptcy, enter in mutual agreements, and any other as needed.

Eleventh: To perform all the powers of broad and general management on all the businesses of the Corporation and everything belonging to the same, including all its property, whether real or personal, real estate property, shares, negotiable documents, securities, with all general and special powers needed, having the right to collect legally or out-out-court and receive all kind of products, prices, terms, revenue, dividends, revenue, and profits, and all other amounts, stocks, values, credits, and remunerations that by any title or reason, belong to the Corporation, now or in the future, being able to grant the corresponding cancelations and settlements, whether by a private document or a public instrument.

Twelfth: To exercise, in the name and representation of the Corporation all the rights, powers and privileges of domain even the right to vote regarding any shares, negotiable documents, and securities owned by the Corporation, being able, for this purpose, to exercise the right to vote inherent to such values and to confer powers, in the name of the Corporation, as he deems necessary, in favor of third parties.

Thirteenth: To confer and grant powers with all or part of the faculties included in this Power of Attorney or to substitute it totally or partially, revoking, at any time, the powers and substitutions that he may confer. In any of those cases, this Power of Attorney conferred to **MAXIMO HERRERA MOSCOL** shall remain open and current until is expressly revoked by the Corporation or resigned by the party receiving the Power of Attorney.

3. To Authorize Benito Fisher Aragon to register these Minutes.

Once the agenda was concluded, this meeting ended at nine in the morning (9:00 a.m.) on the fifth (5th) day of January in the year two thousand twenty-one (2021).

(L.S.) MAXIMO HERRERA MOSCOL (PRESIDENT) (L.S.) RENATO AURELIO PALOMINO (SECREATRY)

• • •

CERTIFICATION

The undersigned. **RENATO AURELIO PALOMINO,** Secretary of the Corporation **LIMEWOOD INVESTMENTS S.A., I** hereby certify that the foregoing is a true copy of the Minutes of the Extraordinary Meeting of Shareholders held on the fifth (5th) day of January in the year two thousand twenty-one (2021). In witness whereof, this certification is signed today, the fifth (5th) day of January in the year two thousand twenty-one (2021).

(L.S.) RENATO AURELIO PALOMINO (SECREATRY)

These Minutes have been made and signed by **Benito Fisher Aragon**, a practicing attorney bearer of National Identification Card Number three – seven hundred five - seven hundred thirty-nine (3-705-739) and Certificate of Suitability Number fourteen thousand two hundred sixty-four (14264).

(L.S.) Benito Fisher Aragon

**This is the first copy that I issue, seal, and sign in the City of Panamá, this fourteenth (14th) day of January in the year two thousand twenty-one (2021).

(L.S.) NORMA MARLENIS VELASCO TWELFTH NOTARY PUBLIC {In the Body} There appears the rubber scal of the Notary Public

L NORMA MARLENIS VELASCO C, Twelfth Notary Public of the Circuit of Panamá, bearer of National Identification Card No. 8-250-338 HEREBY CERTIFY That this is a true and accurate copy of the original. Panamá, this 22nd day of June in the year 2021 L.S.) NORMA MARLENIS VELASCO TWELFTH NOTARY PUBLIC [In the Body] There appears the rubber seal of the Notary Public

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CERTIFICATE OF ACCURACY

I hereby certify that the foregoing is a true, accurate, and complete translation from Spanish to English, to the best of my knowledge and ability, of a Power of Attorney Conferred by Linewood Investments S.A. to Maximo Herrera Moscol.

Maria F. Mallarino

Certified Legal Translator & Court Interpreter from Florida International University

614 Village Lake Drive Weston, FL 33326

ATIF Member 4247770

State of Florida. County of Broward

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Sworn and subscribed to before me by means of physical presence on this 27

day of June	20 21 by Mana Fe	rnanda thallarmo
who presented <u>P</u>	nde driver license	as identification.
Floride Yotary Public	0-CUAHONTE N #HH072647	

EXPIRES. DEC 15, 2024 Eonged Intourit ist State insurance

COVER LETTER

TO: Registration Section Division of Corporations

SUBJECT: _____

Name of corporation - must include suffix

Dear Sir or Madam:

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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:

GASTON R CORTES CPA

Na	ume of Person		
KSDT & CO			
Fir	m/Company		
9300 S DADELAND BLVD STE 600			
	Address		
MIAMI, FL 33156			
City/	State and Zip	code	
GCORTES@KSDT-CPA.COM			
E-mail address: (to be	used for futu	re annual report notification)	
For further information concerning this matter, p	lease call:		
GASTON CORTES at (i _ 670-	-3370	
	a Code	Daytime Telephone Number	
STREET/COURIER ADDRESS:		MAILING ADDRESS:	
Registration Section		Registration Section	
Division of Corporations		Division of Corporations	
The Centre of Tallahassee		P.O. Box 6327	
2415 N. Monroe Street, Suite 810 Tallahassee, FL 32303		Tallahassee, FL 32314	
Enclosed is a check for the following amount: Please make check payable to: FLORIDA DEPART	MENT OF ST	ATE	

🖀 \$70.00 Filing Fee 🛛 🖾 \$78.75 Filing Fee & 🗆 \$78.75 Filing Fee & 🗆 \$87.50 Filing Fee.