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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: VENOLS, C.A., 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:

CARLOS E. BURGOS G., ESQ.

Name of Person

BURGOS LAW GROUP

Firm/Company

8200 NW 41ST STREET, SUITE 200.

Address

DORAL, FLORIDA, 33166

City/State and Zip code

CBURGOS@BURGOSLAWGROUP.COM

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

For further information concerning this matter, please call:

CARLOS BURGOS

at (305) 7213043

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. VENOLS, C.A., CORP.

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

N/A

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. VENEZUELA

3. NOT APPLICABLE

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

(FEI number, if applicable)

4. 07/22/2016

5. 30 YEARS

(Date of incorporation)

(Date of duration, if other than perpetual)

6. HAS NOT TRANSACTED BUSINESS IN FLORIDA

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

7. AV 13 CALLE 70, NO 70-15. SECTOR TIERRA NEGRA. MARACAIBO, ZULIA, VENEZUELA 04001.

(Principal office street address)

IN CARE OF BURGOS LAW GROUP. 8200 NW 41ST STREET, SUITE 200. DORAL, FL 33166

(Current mailing address, if different)

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

Name: BURGOS & ASSOCIATES LAW GROUP

Office Address: 8200 NW 41ST STREET, STE 200

DORAL

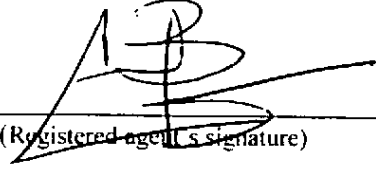
(City)

, Florida 33166

(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]:

A. DIRECTORS

☐ Chairman Name: Jose Alejandro Rodulfo Moreno
☐ Vice Chairman Address: AV 13 CALLE 70, NO 70-15.
☒ Director SECTOR TIERRA NEGRA.
☐ President MARACAIBO, ZULIA, VENEZUELA
☐ 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 _____

☐ 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.

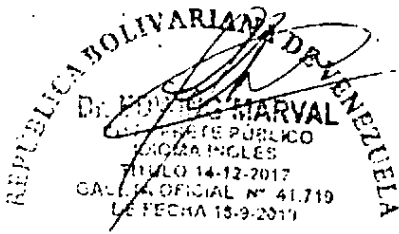
12. Jose A Rodulfo M
Signature of Director or Officer

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. Jose A Rodulfo M DIRECTOR
(Typed or printed name and capacity of person signing application)

**COVER LETTER APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
AND FILING FEE OF \$70**

**TRANSLATION OF CERTIFICATE OF GOOD STANDING
DATED 06/09/2021**



*I, **Edwing Marval**, who undersigned, holder of the Venezuelan Government-issued identification card number **V-17.332.139**, **Attorney at Law** and **English-Spanish Sworn Public Translator** of the Bolivarian Republic of Venezuela, according to Certification Diploma granted by the Ministry of the People's Power for Internal Affairs, Justice and Peace duly registered with Principal Register Office in and for the State of Zulia, under number **75**, folios **149/150**, of the Principal and only Protocol, volume **75** as shown in Official Records, and the First Trial Court in Civil, Business and Traffic Matters for the Judiciary Circumscription of State of Zulia under **N° 1315**, Folio Page 60; and published in the Official Gazette number **41.719**, dated September 19th, 2019, **DO HEREBY CERTIFY** that the document which has been adjoined hereunder for its translation from Spanish into English reads as follows: ******

MINISTRY OF PEOPLE'S POWER FOR INTERNAL AFFAIRS, JUSTICE AND PEACE

SAREN

Maracaibo, June 09th, 2021

VENOLS, C.A

To all whom these presents shall come, greetings:

This Certificate of Good Standing is hereby issued upon petition of **VENOLS, C.A** Company, which has been requested on June 09th, 2021 by the interested party hereto.

The aforesaid Company is currently valid and engaged in business activities, and duly organized and incorporated in the First Company Register Office in and for the State

of Zulia, dated July 22nd, 2016, under **N° 51**, Volume **40-A**, Record File **N° 483-6785**; whose registered address is in the Bolivarian Republic of Venezuela, located at **Sector Tierra Negra, Avenida 13, Calle 70, N° 70-15, in the Municipality of Maracaibo, State of Zulia.**

It is also certified that the Company has a business term of thirty (30) years, effective as of the organization and incorporation date.

The Board of Directors is governed by a Chairman **CARLOS BORGES ESPINAL**, holder of the Venezuelan Government-issued Identity Card **N° V-6.971.170**, a Vice-Chairman **JOSEBA CELAYARAN BONNET**, holder of the Venezuelan Government-issued Identity Card **N° V-6.904.516**, and a Managing Director **JHONNY FERRER**, holder of the Venezuelan Government-issued Identity Card **N° V-9.713.962**, according to Special Minute Meeting of the Shareholders duly recorded on November 08th, 2019, Entry **N° 19**, Volume **19-A**.

The Company shareholding has been contributed as follows: **CARLOS BORGES ESPINAL**, holder of the Venezuelan Government-issued Identity Card **N° V-6.971.170** has subscribed and paid in full **TWO HUNDRED AND FIFTY (250) SHARES**, the Company **INVERSIONES JCB, S.A**, duly incorporated in the Third Company Register Office in and for the State of Zulia, dated March 19th, 2009, Entry **N° 35**, Volume **30-A**; has subscribed and paid in full **TWO HUNDRED AND FORTY-FIVE (245) SHARES**, and the Company **ADMINISTRADORA JAICA, C.A** duly incorporated in the First Company Register Office in and for the State of Zulia, dated October 15th, 2013, under **N° 18**, Volume **75-A, RM1**; has subscribed and paid in full **FIVE (05) SHARES**;

according to Special Minute Meeting of the Shareholders duly recorded on November 08th, 2019, Entry **N° 19**, Volume **19-A**.

No further issue or matter to be addressed hereto.

Yours sincerely,

ATTY. JOAN CARLOS ACERO SERRANO (Illegible signature)

First Company Office Registrar in and for the State of Zulia

Governmental Resolution N° 0785, dated 07-12-2019

*******END OF TRANSLATION*******

I do certify that the above is a true and accurate translation of the original document, written in Spanish language, which I make on petition of the interested party. In witness whereof I have hereunto signed my name and caused the seal of this Office to be affixed. Done at the City of Maracaibo, State of Zulia, this 30th day of June, in the year of our Lord two thousand and twenty-one.

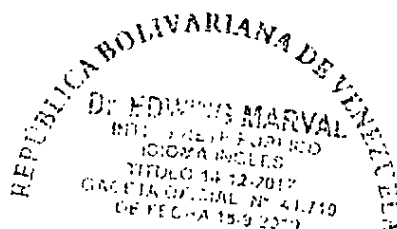

Atty. Edwing Marval, LL.M

English-Spanish Sworn Public Translator

Official Gazette No. 41.719

+58 414 068-75-09

edwingmarval@gmail.com



**ORIGINAL CERTIFICATE OF GOOD STANDING DATED
06/09/2021**



Maracaibo, 09 de Junio de 2021.

Señores:
VENOLS, C.A.


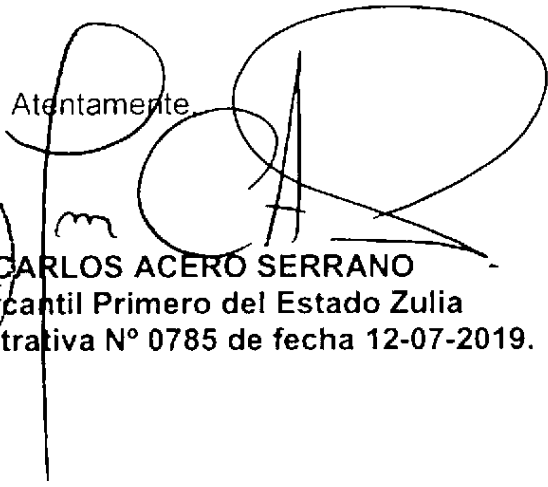
Reciba un cordial saludo. Por medio de la presente me dirijo a Usted, previa solicitud de su parte, recibida en esta Oficina en fecha 09/06/21, a través de la cual solicita certificación de la información del Registro de la sociedad mercantil **VENOLS, C.A.**

La referida sociedad mercantil se encuentra vigente, activa y debidamente inscrita por ante este Registro Mercantil Primero del Estado Zulia, en fecha Veintidós (22) de Julio de 2016, bajo el Numero 51, tomo 40-A, expediente N° 483-6785; siendo su domicilio en la República Bolivariana de Venezuela, ubicada en el Sector Tierra Negra, avenida 13, con calle 70, Casa N° 70-15, municipio Maracaibo, Estado Zulia. De igual manera Certifico que la duración de la Compañía es por treinta (30) años, contados desde la fecha de su constitución. Actualmente su Junta Directiva se encuentra conformada por un Presidente, siendo el ciudadano CARLOS BORGES ESPINAL, titular de la cedula de identidad No. V-6.971.170, un Vice-Presidente: JOSEBA CELAYARAN BONNET, titular de la cedula de identidad No. V-6.904.516 y un Director de Finanzas: JHONNY FERRER, titular de la cedula de identidad No. V-9.713.962, según se evidencia de Acta de Asamblea Extraordinaria, registrada en fecha Ocho (08) de Noviembre de 2019, anotado bajo el No. 19, tomo 19-A. La composición accionaria se encuentra distribuida de la siguiente manera: el ciudadano CARLOS BORGES ESPINAL, titular de la cedula de identidad N° V-6.971.170, ha suscrito y pagado DOSCIENTOS CINCUENTA (250) ACCIONES, la compañía INVERSIONES JCB, S.A, inscrita ante el Registro Mercantil Tercero del Estado Zulia, en fecha Diecinueve (19) de Marzo del 2.009, anotada bajo el No. 35, tomo 30-A; ha suscrito y pagado DOSCIENTOS CUARENTA Y CINCO (245) ACCIONES y la compañía ADMINISTRADORA JAICA, C.A, inscrita por ante este

ACCIONES; según se evidencia de Acta de Asamblea Extraordinaria, registrada en fecha Ocho (08) de Noviembre de 2019, anotado bajo el No. 19, tomo 19-A.

Sin otro particular a que hacer referencia, queda de Ustedes,

Atentamente,



ABG. JOAN CARLOS ACERO SERRANO
- Registrador Mercantil Primero del Estado Zulia
Providencia Administrativa N° 0785 de fecha 12-07-2019.