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M. SOLOMON

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NORTH LINE SOCIEDAD COOPERATIVA DE R.L. DE C.V.
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:

JOSE ALEXIS CASTRO RAMIREZ
Name of Person

Firm/Company

11890 SW 8TH STREET PH # 9
Address

MIAMI, FLORIDA 33184
City/State and Zip code

desytecinternacional@gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JOSE ALEXIS CASTRO RAMIREZ at (786) 803-8755
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. NORTH LINE SOCIEDAD COOPERATIVA DE R.L. DE C.V. COMPANY

(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. SAN SALVADOR, EL SALVADOR C.A.
(State or country under the law of which it is incorporated)

3. (FEI number, if applicable)

4. AUGUST 1, 2020
(Date of incorporation)

5. (Date of duration, if other than perpetual)

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

7. CALLE WASHINTONG, C. URB. LIBERTAD, # 84, SAN SALVADOR, SAN SALVADOR
(Principal office street address)

11890 SW 8th STREET, PH # 9 MIAMI, FLORIDA 33184
(Current mailing address, if different)

2021 SEP -8 PM 12: 38

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

Name: JOSE ALEXIS CASTRO RAMIREZ

Office Address: 11890 SW 8th STREET, PH # 9

MIAMI, Florida 33184
(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.

X
(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 A. CASTRO RAMIREZ
☐ Vice Chairman Address: 11890 SW 8TH STREET PH # 9
☐ Director MIAMI FLORIDA 33184
■ President
☐ Vice President
☐ Secretary ☐ Treasurer
☐ Other ______ ☐ Other ______

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

☐ Chairman Name: MARIA I RAMIREZ DE CASTRO
☐ Vice Chairman Address: 11890 SW 8TH STREET PH 9
☐ Director MIAMI, FLORIDA 33184
☐ 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 ______

2021 SEP -8 PM 12: 38

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. X ______
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 ALEXIS CASTRO RAMIREZ
(Typed or printed name and capacity of person signing application)

DocuRapid Corp.

300 Aragon Ave. Suite 100
Coral Gables, FL 33134
Phone: 786-552-5011

CERTIFICATE OF TRANSLATION

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I, Jenny Moran, professional translator of the Spanish and English languages, on behalf of Docurapid Corporation, lawfully organized and established under the laws of the State of Florida, American Translators Association member N° 251466, do hereby certify that the attached translation, consisting of One (1) page, is, to the best of my knowledge and belief, a true and accurate rendition into the English language of the Proof of Solvency of the company NORTH LINE, Sociedad Cooperativa de Ahorro y Crédito de Responsabilidad de Capital Variable, issued by Atty. Mario Ernesto Menénde Deputy Director General of General Directorate Of Internal Taxes , Republic of El Salvador.

While every effort has been made to guarantee the quality and accuracy of the attached translation, Docurapid Corp. and/or staff members are not liable for any inconvenience/conflict arising as a result of any omissions, misinterpretations or other errors in the translation. For all purposes the original version prevails.

Jenny Moran
Jenny Moran

State of Florida)
County of Dade)

The foregoing instrument was a sworn and subscribed to before me by [x] mean of physical presence or [ ] online notarization this **September 1, 2021**
by **Jenny Moran**
Personally known to me [x] or produced identification
Type of ID produced: ______________

Notary Public

JOSE BETANCOURT
NOTARY PUBLIC
Comm. # GG 250614
My Comm. Expires
Oct 17, 2022
STATE OF FLORIDA

ES 0627816

PROOF OF SOLVENCY

COAT OF ARMS
GOVERNMENT OF
EL SALVADOR

TREASURE
DEPARTMENT

Sole Code: WNGHX2CE29EE

No. 74000000145

1993247

THE GENERAL DIRECTORATE OF INTERNAL TAXES, HEREBY ESTABLISHES THAT:

NAME: **NORTH LINE, SOCIEDAD COOPERATIVA DE AHORRO Y CREDITO DE RESPONSABILIDAD DE CAPITAL VARIABLE**

NIT (TIN-tax identification number): **0614-010820-103-5** NRC (Complete Reference Number): **29215(**

IS SOLVENT FROM THE INTERNAL TAXES IN CONFORMITY WITH THE ESTABLISHED IN ART. 2' INC. END OF THE TAX CODE.

WHEN THERE IS DISCONFORMITY BETWEEN THE SOLVENCY STATUS OF THE PHYSICAL DOCUMENT AND THE ONE REFLECTED IN THE TAX ADMINISTRATION SYSTEM, THE LATTER SHALL PREVAIL. (ART. 219 INC. END OF THE C.T.)

USE OF SOLVENCY OR AUTHORIZATION: **VARIOUS PROCEDURES**

NOTE: DOES NOT APPLY FOR MERGER, DISSOLUTION OR LIQUIDATION PROCEDURES OF COMPANIES

ISSUE DATE: **08/19/2021** EXPIRATION DATE: **09/16/2021**

PLACE OF EXPEDITION: CENTRAL EXPRESS SERVICE CENTER AND CORPORATE TAXPAYERS

[*Illegible Signature*]
Atty. Mario Ernesto Menénde
Deputy Director General
General Directorate of Internal Taxes

[*Official Round Ink Seal*]
GENERAL DIRECTORATE
OF INTERNAL TAXES
DEPUTY DIRECTOR
GENERAL
COAT OF ARMS
REPUBLIC OF EL
SALVADOR OF CENTRAL
AMERCIA

J14519932471421614

marlene.ramirez marlene.ramirez **ORIGINAL: Taxpayer** rita.cabrera 08:57:47

DocuRapid Corp.

300 Aragon Ave. Suite 100
Coral Gables, FL 33134
Phone: 786-552-5011

CERTIFICATE OF TRANSLATION

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I, Jenny Moran, professional translator of the Spanish and English languages, on behalf of Docurapid Corporation, lawfully organized and established under the laws of the State of Florida, American Translators Association member N° 251466, do hereby certify that the attached translation, consisting of One (1) page, is, to the best of my knowledge and belief, a true and accurate rendition into the English language of the Apostille No. 79-21-1027738-30014 on NORTH LINE, Sociedad Cooperativa de Ahorro y Crédito de Responsabilidad de Capital Variable, signed by Mario Ernesto Menendez Alvarado from the Treasure Department of El Salvador and certified by Jose Ramon Zapata Portillo from Ministry of Foreign Affairs .

While every effort has been made to guarantee the quality and accuracy of the attached translation, Docurapid Corp. and/or staff members are not liable for any inconvenience/conflict arising as a result of any omissions, misinterpretations or other errors in the translation. <u>For all purposes the original version prevails</u>.

Jenny Moran
Jenny Moran

State of Florida)
County of Dade)

The foregoing instrument was a sworn and subscribed t before me by [x] mean of physical presence or [ ] onlin notarization this **September 1, 2021**
by **Jenny Moran**
Personally known to me [x] or produced identificatio
Type of ID produced: ____________

Notary Public

JOSE BETANCOURT
NOTARY PUBLIC
Comm. # GG 250614
My Comm. Expires
Oct 17, 2022
STATE OF FLORIDA

No. 79-21-1027738-3001

[*Official Round ink seal*]
MINISTRY OF FOREIGN AFFAIRS
GENERAL DIRECTORATE OF
FOREIGN SERVICE
REPUBLIC OF EL SALVADOR
IN CENTRAL AMERICA
NATIONAL COAT OF ARMS
APOSTILLE

REPUBLIC OF EL SALVADOR
IN CENTRAL AMERICA.
NATIONAL COAT OF ARMS
MINISTRY OF FOREIGN AFFAIRS

APOSTILLE
(Convention de la Haye du 5 octobre 1961)
Hague Convention of October 5, 1961

1. Country: País/Pays:	El Salvador
This public document El presente documento público/le present acte public	
2. Has been signed by Ha sido firmado por A eté signé par	**MARIO ERNESTO MENÉNDEZ ALVARADO**
3. Acting in the capacity of Quien actúa en calidad de Agissant en qualité de	**DEPUTY DIRECTOR GENERAL OF THE GENERAL DIRECTORATE OF INTERNAL TAXES**
4. Bears the seal/stamp of Y está revestido del sello/timbre de Est revetu du sceau/timbre de	**Treasure Department**

Certified
Certificado/Attesté

5. At En / a	**MINISTRY OF FOREIGN AFFAIRS**	**6. Date** Fecha / Date	08/25/2021
7. By Por/par	**ANALYST V OF SECTION OF THE GENERAL DIRECTORATE OF FOREIGN SERVICE**		
8. Under No. Bajo No, Sous No.	79-21-1027738-30014		
9. Seal / stamp Sello / timbre Sceau / timbre	[*Official Round ink seal*] MINISTRY OF FOREIGN AFFAIRS GENERAL DIRECTORATE OF FOREIGN SERVICE REPUBLIC OF EL SALVADOR IN CENTRAL AMERICA NATIONAL COAT OF ARMS APOSTILLE	**10. Signature:** Firma: Signature:	[*Illegible Signature*] **JOSE RAMON ZAPATA PORTÍLLO**

Type of document: NOTARIAL CERTIFICATE / AFFIDAVIT (Tipo de document – Type du document:)	**Number of sheets contained in the document: 1** (Número de hojas que contiene el document – Nombre de feullies continues dans le document:)

This Apostille only certifies the authenticity of the signature and the capacity of the person who has signed the public document, and, were appropriate, the identity of the seal or stamp which the public document bears. This Apostille does not certify the content of the document for which it was issued.

Esta Apostilla certifica únicamente la autenticidad de la firma, la calidad en que el signatario del document haya actuado y en su caso, la identidad del sello o timbre del que el documento público esté revestido. Esta Apostilla no certifica el contenido del documento para el cual se expidió.

Cette Apostille atteste uniquement la véracité de la signature, la qualité en laquelle le signataire de l'acte a agi et, le cas échéante, l'identité du sceau ou timbre dont cet acte public est revêtu.
Cette Apostille ne certifie pas le contenu de l'acte pour lequel elle a été émise. **EXEMPT FROM CONSULAR FEES**

DocuRapid Corp.

300 Aragon Ave. Suite 100
Coral Gables, FL 33134
Phone: 786-552-5011

CERTIFICATE OF TRANSLATION

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I, Jenny Moran, professional translator of the Spanish and English languages, on behalf of Docurapid Corporation, lawfully organized and established under the laws of the State of Florida, American Translators Association member Nº 251466, do hereby certify that the attached translation, consisting of Fifteen (15) pages, is, to the best of my knowledge and belief, a true and accurate rendition into the English language of the name modification deed of company NORTH LINE, SOCIEDAD COOPERATIVA DE AHORRO Y CREDITO DE RESPONSABILIDAD DE CAPITAL VARIABLE , before Public Notary Atty. Luis Alberto Marin Maravilla, San Salvador, Republic of El Salvador.

While every effort has been made to guarantee the quality and accuracy of the attached translation, Docurapid Corp. and/or staff members are not liable for any inconvenience/conflict arising as a result of any omissions, misinterpretations or other errors in the translation. For all purposes the original version prevails.

Jenny Moran

Jenny Moran

State of Florida)
County of Dade)

The foregoing instrument was a sworn and subscribed t
before me by [x] mean of physical presence or [ ] onlin
notarization this **September 1, 2021**
by **Jenny Moran**
Personally known to me [x] or produced identificatio
Type of ID produced: ______

Notary Public

JOSE BETANCOURT
NOTARY PUBLIC
Comm. # GG 250614
My Comm. Expires
Oct 17, 2022
STATE OF FLORIDA

No. 3 .

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REPUBLIC OF EL SALVADOR
IN CENTRAL AMERICA
OFFICIAL COAT OF ARMS

BOOK 6th

YEAR 20 .

TESTIMONY
OF
PUBLIC DEED

OF

COMPANY MODIFICATION
"NORTH LINE VARIABLE CAPITAL LIMITED LIABILITY COOPERATIVE COMPANY"

GRANTED BY

Mr. JOSÉ ALEXIS CASTRO RAMIREZ

IN FAVOR OF

BEFORE THE NOTARIAL AUTHORITY AND OFFICES OF:

ATTORNEY: LUIS ALBERTO MARIN MARAVILLA

San Salvador, El Salvador. AC

[*Official Round Seal*]
LUIS ALBERTO MARIN MARAVILLA
NOTARY
[*Illegible Signature*]

PROTOCOL PAPER

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REPUBLIC OF EL SALVADOR
IN CENTRAL AMERICA
OFFICIAL COAT OF ARMS

TWO COLONES

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SUPREME COURT OF
JUSTICE
NOTARIES SECTION
OFFICIAL COAT OF ARMS
REP. OF EL SALVADOR

D

No. 2261

NUMBER THREE. In the city of San Salvador, at sixteen hours and fifteen minutes on September tenth, two thousand and twenty, before me, LUIS ALBERTO MARIN MARAVILLA, Notary, of this address, appears JOSE ALEXIS CASTRO RAMIREZ, forty-four years old, Lawyer, with address at Antiguo Cuscatlán and department of La Libertad, whom I know and identify today through his sole identity document number zero zero four two zero five three nine - three, with tax identification number zero six one four - zero two zero two seven six-zero zero six-eight who appear in his capacity as executor of the agreement reached by the Extraordinary Assembly of "NORTH LINE SOCIEDAD COOPERATIVA DE RESPONSABILIDAD LIMITADA DE CAPITAL VARIABLE" ("NORTH LINE VARIABLE CAPITAL LIMITED LIABILITY COOPERATIVE COMPANY"), which can be abbreviated NORTH LINE SOCIEDAD COOPERATIVA DE R.L DE C.V (NORTH COOPERATIVE COMPANY LLC / R.L DE C.V), with domicile in San Salvador, department of San Salvador, with tax identification number zero six one four - zero one zero eight two zero - one zero three - five, official status I certify as being legal and sufficient for having been presented with and verified by sight: a) Testimony of the Public Deed of Incorporation of the Company 'NORTH LINE SOCIEDAD COOPERATIVA DE RESPONSABILIDAD LIMITADA DE CAPITAL VARIABLE, granted in the city of San Salvador at ten o'clock thirty-one minutes on August first, two thousand and twenty, before Notary Public, KATYA STEFHANY MARTHELL DE LOPEZ, registered in the Commercial Registry with number 82 of book No. 4238 of the Companies Registry; b) certification of the Minutes of the Extraordinary Meeting, held in San Salvador, department of San Salvador, at ten o'clock on September first of the year two thousand and twenty, which contains the Modification of the Deed of Incorporation as the sole item of the agenda, extended on September seventh, two thousand and twenty, by Mr. FELIPE ANTONIO HERNANDEZ HENRIQUEZ, in his capacity as secretary of the Extraordinary General

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EL SALVADOR C.A.

Meeting, in which it states that the appearing party is authorized to execute the agreement reached, in order to grant the Public Deed Modification of the company NORTH LINE SOCIEDAD COOPERATIVA DE R.L DE C.V. Modification that is granted in order to suppress from the constitution deed provisions belonging to the statutes, in which wording of some clauses is modified, which were unanimously approved by the partners; also to change the name of the company, adding the expressions SAVINGS AND CREDIT; and for this purpose, I AM INFORMED: that the Articles of Incorporation of the Company, will be as expressed in the following clauses: **I) NATURE, REGIME, DENOMINATION AND NATIONALITY**: The cooperative company that is modified by means of this instrument is anonymous in nature and subject to the variable capital regime, which will operate under the name "**NORTH LINE SOCIEDAD COOPERATIVA DE AHORRO Y CREDITO DE RESPONSABILIDAD LIMITADA DE CAPITAL VARIABLE " ("NORTH LINE VARIABLE CAPITAL LIMITED LIABILITY SAVINGS AND CREDIT COOPERATIVE COMPANY")**, which may be abbreviated **NORTH LINE SOCIEDAD COOPERATIVA DE R.L DE C.V. (NORTH COOPERATIVE COMPANY LLC / R.L DE C.V)** and it is a company of Salvadoran nationality. II) **ADDRESS**: The domicile of the company will be the city of San Salvador. Department of San Salvador, but by agreement of the Board of Directors, offices, agencies, branches, dependencies or correspondents anywhere in the republic or abroad, may be established. **III) TERM:** The Company is modified for an indeterminate term or period. **IV) CORPORATE PURPOSE**: The Company will have the following purposes: to promote savings and deposits with its partners; grant credits in general to natural or legal persons, whether or not they are partners of the company; promote the development of micro and small businesses through technical and financial services; and promote family patrimonial funds. Operations may be carried out in national and foreign currency, in compliance with the Law. For the fulfillment of its purposes, the Company may carry out the following operations: **a)** Grant all types of credits to natural or legal persons; **b)** Receive deposits in savings accounts, on fixed terms or with prior notice of its partners; **c)** Stimulate Investment through the issuance of financial instruments such as stocks, stock equity securities and any other allowed by law; **d)** Grant financial franchises; **e)** Crowdfunding operations or collective financing of projects; **f)** Issue, co-issue or manage credit or debit cards and other electronic means of payment; **g)** Contract loans from natural or legal persons, national or foreign; **h)** Make investments in securities issued

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LUIS ALBERTO MARIN MARAVILLA
NOTARY
[Illegible Signature]

PROTOCOL PAPER

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OFFICIAL COAT OF ARMS

TWO COLONES

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SUPREME COURT OF
JUSTICE
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D

No. 2261:

by the State or Autonomous Institutions or issued by capital companies or cooperative financial intermediaries and savings and credit companies. I) Payment and transfer/draft orders against its own offices; j) Enter into financial resource management contracts with specific destination; k) Discounting bills of exchange, promissory notes, invoices and other documents that represent payment obligations; l) Make collections, payments and transfers of funds on behalf of another person; **m)** Intermediation and acquisition of insurance in accordance with the (laws that regulate the performance of said activities; **n)** Establish and manage equity funds for the benefit of partners and their families, in accordance with applicable laws; **o)** Transfer credits from its portfolio to any title, as well as acquire credits; and, **p)** Celebrate any type of service contracts related to the above operations, whether of a commercial, civil, administrative or other nature permitted by law. **V) SHARE CAPITAL**. The share capital is **TWO THOUSAND DOLLARS OF THE UNITED STATES OF AMERICA**, will be variable and is represented by common shares and preferred shares with limited voting rights, all registered, of **TWENTY DOLLARS OF THE UNITED STATES OF AMERICA** each. The minimum capital of the company is **TWO THOUSAND DOLLARS OF THE UNITED STATES OF AMERICA**. Whenever the share capital is announced, the minimum share capital will be indicated. **VI) CONDITIONS FOR THE INCREASE AND DECREASE OF THE SHARE CAPITAL:** The general meeting of partners will set the amounts of the increases or decreases of the share capital; In the event of an increase in capital stock, it will determine the form and terms in which the corresponding subscription, payment and issuance of the new shares must be made, as the case may be, all in accordance with the Law and the stipulations contained in this deed. The increases and decreases of fixed capital stock will be made prior resolution of the extraordinary general meeting of partners, adopted based on the provisions of article two hundred and forty-three of the Commercial Code, considering one vote per partner;

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likewise the decreases in variable capital. The capital increase in the variable part will be agreed by the ordinary general meeting as permitted by the second paragraph of article three hundred and nine of the Commercial Code; and based on the provisions contained in articles two hundred and forty and two hundred and forty-one of the Commercial Code, considering one vote per member. Any increase or decrease in capital stock must be entered in the Book referred to in Article three hundred and twelve of the Commercial Code, which may be consulted by any person who has an interest in it. **VII) SUBSCRIPTION AND PAYMENT OF SHARE CAPITAL:** The capital stock is fully subscribed, and one hundred percent of each share was paid, as follows: **a) COMMON SHARES**: Mr. **JOSE ALEXIS CASTRO RAMIREZ** has subscribed fifty common shares of which he paid one hundred percent, that is, the sum of **ONE THOUSAND DOLLARS OF THE UNITED STATES OF AMERICA;** Mrs. **MARIA IMELDA RAMIREZ DE CASTRO**, has subscribed thirty common shares of which she paid one hundred percent, that is, the sum of **SIX HUNDRED DOLLARS OF THE UNITED STATES OF AMERICA**; Mrs. **MARIA ANTONIETA CASTILLO DE CASTRO** has subscribed ten common shares of which she paid one hundred percent, that is, the sum of **TWO HUNDRED DOLLARS OF THE UNITED STATES OF AMERICA, KARINA MARICELA FLORES DE CASTRO** has subscribed four common shares of which she paid one hundred percent or the sum of **EIGHTY DOLLARS OF THE UNITED STATES OF AMERICA**; Mrs. **SUSANN IVONNE BUCARO CASTRO** has subscribed one common action of which she paid one hundred percent, that is, the sum of **TWENTY DOLLARS OF THE UNITED STATES OF AMERICA; FELIPE ANTONIO HERNANDEZ HENRIQUEZ** has subscribed one common share of which he paid one hundred percent or the sum of **TWENTY DOLLARS OF THE UNITED STATES OF AMERICA,** Mr. **MAURICIO ALEXANDER MONTOYA AGUILAR,** has subscribed one common share of which he paid one hundred percent or the sum of **TWENTY DOLLARS OF THE UNITED STATES OF AMERICA, RAFAEL ERNESTO BAIRES FUENTES** has subscribed one common share of which he paid one hundred percent or the sum of **TWENTY DOLLARS OF THE UNITED STATES OF AMERICA, ANA GLORIA ESPERANZA MENJIVAR DE HIDALGO** has subscribed one common share of which he paid one hundred percent or the sum of **TWENTY DOLLARS OF THE UNITED STATES OF AMERICA, SALVADOR ANTONIO MIRANDA BUCARO** has subscribed one common share of which he paid one hundred percent or that is the sum

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LUIS ALBERTO MARIN MARAVILLA
NOTARY
[*Illegible Signature*]

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D (

No. 22612

of **TWENTY DOLLARS OF THE STATES UNITED OF AMERICA**; This way, the totality of the capital stock is subscribed and one **HUNDRED PERCENT** of it is paid, and where each one of the subscribers pays all shares subscribed in one hundred percent of the value of each one of said shares.[..*Complete line crossed out*..................]. **VIII) ABOUT THE SHARES: CHARACTERISTICS OF THE SHARES.** The shares will always be registered, their ownership will be established in accordance with the Commercial Code and the liability of the partners is limited. They cannot be transferred without the transferee being accepted as a partner by the Board of Directors. They will be transferable in favor of the person or persons the partner has designated as beneficiary in the case of death; designation that will be recorded in the Share Register Book. The partner may change the designated beneficiary or beneficiaries at any time by notifying the Company in writing, which will be noted in the Share Registry Book. The transfer will be done without any other formality than the presentation of the death certificate of the partner and the certificate of shares. The shares will be printed or lithographed and will bear the autographic signatures of the president and secretary of the Board of Directors or whoever takes their place, these will be numbered and registered on the check/stub that as proof will exist in the offices of the Society, without prejudice to being noted down in the Registry Book established for this purpose by the Commercial Code. The Cooperative Society may in no case issue titles or certificates of bearer shares. **IX) GENERAL RIGHTS OF THE PREFERRED SHARES**. Partners with preferred shares with limited voting rights, will have the rights conferred by the Law, including the right to participate with voice and vote, just as the partners with common shares do, when they are called to participate in Extraordinary General Assemblies that have the sole purpose of dealing with any point related to the modification of the articles of incorporation. The minimum dividend to be paid in each type of preferred share with limited voting rights will

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be the one agreed annually by the Ordinary General Assembly of partners at the proposal of the Board of Directors. In any case, the minimum dividend to be paid for preferred shares with limited voting rights may not be less than that legally established in the Commercial Code; to ensure this minimum dividend, the Board of Directors may make quarterly provisions in individual records of each partner. **X) GOVERNANCE OF THE COMPANY:** The General Shareholders' Meeting or Assembly shall constitute the supreme authority of the Company, with the powers and obligations established by Law. **XI) GENERAL PARTNERS' MEETING OR ASSEMBLY.** The general meetings or assemblies of partners or shareholders will be ordinary, extraordinary or mixed if their call so expresses it. Their respective competencies, quorums, agendas, voting percentages, and other legal aspects that must be observed will be governed by the provisions established in Section "C", Chapter VII, Title II, of the First Book of the Commercial Code. Ordinary meetings will be constituted by the shareholders of common shares and the extraordinary ones by the shareholders of common shares and by the holders of preferred shares with limited voting rights or their delegates, as established in the bylaws when the Commercial Code grants them that right. The admission of shareholders of common shares is exclusive attribution of the extraordinary general meeting. **XII) ADMINISTRATION.** The administration of the cooperative society will be entrusted to a Board of Directors composed of ten members, three will be Proprietary Directors, five Alternate Directors, secretary and treasurer who will be called: President Director, Vice President Director. Owner Director, Secretary, Treasurer, and the rest Alternate Directors as appropriate. The members of the Board of Directors will last in their functions FIVE years, who may be reelected for an additional period in the same positions and for a third period in different positions. The five Alternate Directors will attend the Board of Directors sessions without the right to vote, except that one of them or all five act on behalf of an Owner Director, a condition that gives them the right to vote. **XIII) LEGAL REPRESENTATION AND USE OF THE COMPANY SIGNATURE**. Corresponds to the President Director: **a)** Represent the Cooperative Society, judicially and extrajudicially and the use of the company signature, being able by such virtue and prior agreement of the Board of Directors, to execute all kinds of acts, enter into all kinds of contracts, contract all class of obligations, grant all kinds of public or private deeds and accept or subscribe securities; confer all kinds of powers and revoke them; encumber the values or rights of

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the Company; sell and acquire all kinds of goods, and in general carry out all necessary acts in compliance with the resolutions of the Board of Directors; **b)** execute the acts and carry out the resolutions adopted by the General Shareholders' Meeting; and **c)** carry out the attributions that the Board of Directors delegates to him, all those that correspond to him in accordance with the present deed, the Regulations of the Cooperative Company and the provisions of the General Meeting of Partners. The foregoing powers and obligations will correspond to whoever replaces him. For the exercise of judicial and extrajudicial representation of the company and use of the company signature, the provisions of Article two hundred and sixty of the same Code will be followed. Consequently, the Board of Directors may also entrust the powers of judicial and extrajudicial representation to a Manager of its appointment. Likewise, in the case of judicial representation, the Board of Directors may appoint a Judicial Representative, in accordance with the provisions of the second paragraph of Article two hundred and sixty of the Commercial Code and whose appointment must be registered in the Commercial Registry. **XIV) POWERS OF THE SECRETARY DIRECTOR**. It is the responsibility of the Secretary Director to act as such at the General Shareholders' Meetings; keep their minute books and those of the Board of Directors and the Register of Shareholders; issue and sign the certifications issued by the Cooperative Company, as well as all those communications derived from agreements of the General Meetings or the Board of Directors that are related to the businesses of the Cooperative Company or with its shareholders. In addition, it will certify the credential of the Director President of the Board of Directors. **XV) POWERS OF THE ADMINISTRATION.** The Board of Directors will be in charge of: **a)** Attending the internal organization of the Cooperative Company and regulating its operation; b) open and close offices, agencies, branches, dependencies

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or correspondents anywhere in the republic or abroad; **c)** appoint and remove the Executive Director or General Manager, indicating their attributes and remuneration; **d)** Regulate the use of signatures; **e)** authorize the publication of the financial statements in due time and form; **f)** summon the General Assemblies of Members, to deal with ordinary, extraordinary or mixed matters; through the President Director; **g)** approve the entry of members with preferred shares with limited voting rights, as well as their withdrawal, regulate the specific rights and obligations, and the representation mechanism for each series of shares; **h)** approve the annual plan and budget of the Cooperative Company, presented by the Executive Director or General Manager; **I)** propose to the General Assembly of Members the application of profits, as well as the creation and modification of reserves and the distribution of dividends or losses; **k)** authorize the purchase and sale of personal property and real estate, the issuance of any kind of debt securities and the encumbrance of any of the Company's assets. **l)** design, monitor and regulate the functions of the other members of the Board of Directors. **m)** the authorization of the issuance, co-issuance, administration and credit and debit cards, for its associates. **n)** Know of the requests for entry by members of preferred shares with limited voting rights, to approve or reject them: **o**) Authorize the issuance of negotiable securities that are listed on the Stock Exchange **p**) Issue the instructions and regulations that are necessary to facilitate the exercise of the administration of the cooperative company; and **q)** Hire consultants to assist in making decisions. The Board of Directors may delegate its powers of administration and representation in one of the Directors or in Commissions it designates from among its members, who must comply with the instructions they receive and periodically account for their management. **XVI) MEETING OF THE ADMINISTRATIVE BODIES.** The Board of Directors will ordinarily meet once each month or whenever it is deemed convenient, at the domicile of the Cooperative Company or at any other place outside the territory of the Republic, if so expressed in the call, which will be done by the President Director or by any of the other Directors, in writing, by telephone, or by any other means, including electronic means. The agreements of the session will be recorded in the Book of Minutes of the Board of Directors kept by the Cooperative Company for this purpose and there will be a quorum with the attendance of the majority of its members and resolutions will be taken by the majority of the votes present. Likewise, the board of director's sessions may be held through video conferences, when one or

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more of its members or most of them are in different places, within or outside the territory of the republic, being the Secretary's responsibility to record by any means, that technology allows, the video conference and make a literal transcription of the development of the session that will be recorded in the corresponding Minutes Book, having to send a copy of it by any transmission system to all the members of the Board of Directors, who also may require a copy of the respective recording. **XVII) ABOUT THE MANAGEMENT:** for the execution of decisions the Board of Directors may appoint an Executive Director or General Manager and the powers granted to him will determine the extension of his/her mandate. Both the appointment of the Executive Director or General Manager and the powers conferred should be registered in the Commercial Registry, as is its revocation. Likewise, when the termination of the powers conferred occurs due to the cessation of the functions of the Legal Representative who has conferred them or whoever acts in his/her place, new powers must be granted and registered in the Commercial Registry, as well as requesting the registration of the cancellation of powers ended. **XVIII) AUDIT**: the General Assembly of Members will appoint an external auditor for the period it deems appropriate, which may not be less than one year or exceed five years, to exercise all the functions of oversight of the administration of the Company, with the powers and obligations determined by Law. In the event of death, resignation, or incapacity or inability of the Auditor, the General Assembly of Members will elect another natural or legal person to exercise the functions of supervision of the social administration. Likewise, the General Assembly of Members will elect a Fiscal Auditor in accordance with the Tax Code. In the event of the death, resignation, incapacity or inability of the Fiscal Auditor, the General Assembly of Members shall be obliged to appoint a new Fiscal Auditor within ten business days after the death, resignation, incapacity or inability arises,

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having to inform said appointment to the Fiscal Administration in the manner provided in article one hundred thirty-one of the Tax Code within a period of five business days after the appointment occurred. Likewise, the appointments of the Auditor and the Fiscal Auditor must be registered in the Commercial Registry. **XIX) FINANCIAL YEAR.** The financial year of the cooperative company will be one year, in accordance with the provisions of article ninety-eight of the Tax Code. **XX) RESERVES**: social reserves will be those indicated in articles one hundred twenty-three, one hundred twenty-four and two hundred and ninety-five of the Commercial Code. **XXI) DISSOLUTION AND LIQUIDATION.** The dissolution of the Cooperative Company will proceed in any of the cases contemplated by Law, and the respective causes must be acknowledged in conformity with article one hundred and eighty-eight of the Commercial Code. Once the Company is dissolved, it will be put into liquidation, observing the provisions of chapter ELEVEN of title two of Book One of the Commercial Code. The Board of Liquidators named will be made up of three members; the replacement of any of the liquidators will be done in the same way that the appointment should be made. **XXII) APPOINTMENT OF THE FIRST ADMINISTRATION**. The grantor of this act, informs me that for the first period of five years, the administration of the Cooperative Company will be in charge of a Board of Directors and their respective substitutes, who were elected in the act of constitution, these being: **JOSE ALEXIS CASTRO RAMIREZ**, forty-four years old, Lawyer, with domicile in Antiguo Cuscatlán, **PRESIDENT DIRECTOR; MARIA IMELDA RAMIREZ DE CASTRO,** sixty-six years old, Systems Engineer, domiciled in Antiguo Cuscatlán, **VICE-PRESIDENT DIRECTOR; MARIA ANTONIETA CASTILLO DE CASTRO,** thirty-five years old Student, with address in Nuevo Cuscatlán, **OWNER DIRECTOR; KARINA MARICELA FLORES DE CASTRO,** forty years old, with a degree in Environmental Design, domiciled in Antiguo Cuscatlán, **SUBSTITUTE DIRECTOR; SUSANN IVONNE BUCARO CASTRO,** fifty-one years old, Employee, with domicile in Mejicanos, **SECRETARY; FELIPE ANTONIO HERNANDEZ HENRIQUEZ,** Employee, domiciled in San Salvador **TREASURER, MAURICIO ALEXANDER MONTOYA AGUILAR,** twenty-seven years old, Student, domiciled in Mejicanos **ALTERNATE DIRECTOR; RAFAEL ERNESTO BAIRES FUENTES,** forty-six years old, Merchant, of the domicile of San Salvador **ALTERNATE DIRECTOR; ANA GLORIA ESPERANZA MENJIVAR DE HIDALGO,** thirty-four years old, Architect, domiciled in Mejicanos **ALTERNATE DIRECTOR; SALVADOR ANTONIO MIRANDA BUCARO**, twenty-three

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years old, Student, with domicile in San Salvador **ALTERNATE DIRECTOR;** all of Salvadoran nationality, who expressly accept the positions for which they were appointed in this act. I, the notary, **ATTEST:** That before the execution of this proceeding, I made the appearing parties the warning referred to in article three hundred and fifty-three of the Commercial Code, regarding the obligation to register this deed in the Commercial Registry and the consequences due to the lack of its registration. So stated the appearing parties, to whom I explained the legal effects of this instrument, and after reading it to them in its entirety, in a single act, without interruption, they ratified its content and we signed it. ALL OF WHICH I HEREBY CERTIFY AND ATTEST.

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SO BEFORE ME, from pages FOUR FRONT PAGE TO NINE FRONT PAGE of Book SIXTH of my protocol that expires on September third, two thousand twenty-one and to be delivered to Mr. JOSE ALEXIS CASTRO RAMIREZ, on behalf of the Society "NORTH LINE SOCIEDAD COOPERATIVA DE RESPONSABILIDAD LIMITADA DE CAPITAL VARIABLE", which can be abbreviated NORTH LINE SOCIEDAD COOPERATIVA DE R.L DE C.V., I issue, sign and seal this testimony in the city of San Salvador, on September tenth, two thousand and twenty. –

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LUIS ALBERTO MARIN MARAVILLA
PUBLIC NOTARY
REPUBLIC OF EL SALVADOR

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TRADE REGISTRY: COMMERCIAL DOCUMENTS DEPARTMENT: San Salvador, at ten hours and fifty-two minutes on October first, two thousand and twenty.

Register the previous Public Deed of Modification of the Articles of Incorporation under CHANGE OF NAME of the company NORTH LINE, SOCIEDAD COOPERATIVA DE RESPONSABILIDAD LIMITADA DE CAPITAL VARIABLE, hereinafter named NORTH LINE, SOCIEDAD COOPERATIVA DE AHORRO Y CREDITO DE RESPONSABILIDAD LIMITADA and integration of the full text of the same. RIGHTS: $ 11.40, payment receipt number 0113106355, dated September eleventh, two thousand and twenty; presented in this Registry at fourteen hours and twenty-eight minutes, on din eleven of September, two thousand and twenty, according to entry number 2020450084.

A record of the taxpayer's tax situation was in view, issued by the General Directorate of Internal Taxes of the Ministry of Finance, with correlative number 14319400 and current SOLVENT status, valid until October twenty second, two thousand and twenty and municipal solvency certificate, issued by the Municipal Mayor´s Office of San Salvador on September twenty ninth, two thousand and twenty.

[*Illegible Signature*]

Atty. Isabel Alejandra Caprera Vasquez
REGISTRAR

REGISTERED IN THE COMMERCE REGISTRY TO NUMBER 82 OF BOOK 4254 OF THE REGISTRY OF COMPANIES. FROM FOLIO 371 TO FOLIO 384 REGISTRATION DATE: San Salvador, October 1, two thousand and twenty.

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Atty. Isabel Alejandra Cabrera Vásquez
REGISTRAR

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TREASURY
DEPARTMENT

Taxpayer´s Tax status

SOLE CODE:	C217B725T5TN
Correlative number	14319400
Taxpayer Nit	06140108201035
Name	NORTH LINE SOCIEDAD COOPERATIVA DE RESPONSABILIDAD LIMITADA
Consultation Date / Time	09/29/2020 1520: 28
Valid	10/22/2020
Current State	Solvent
User	JAIME RICARDO AMAYA NIEVES
Institution	NATIONAL CENTER OF RECORDS - SAN SALVADOR
IP Address	10.100.100.18
USE	EXCLUSIVE USE FOR NATIONAL CENTER OF RECORDS (lacks legal validity legal for other proceedings)

PROOF OF SOLVENCY OF INTERNAL TAXES, IN ACCORDANCE WITH ARTICLE 218 OF THE TAX CODE.

WHEN THERE IS DISCONFORMITY BETWEEN THE STATUS OF SOLVENCY OF THE PHYSICAL DOCUMENT AND THE ONE REFLECTED IN THE TAX ADMINISTRATION SYSTEM, THE LATTER SHALL PREVAIL. (ART. 219 INC. END OF THE C.T.)

THIS INFORMATION IS RESERVED, USE FOR PURPOSES OTHER THAN THOSE AUTHORIZED WILL CAUSE THE OFFENDER SUBJET TO THE CRIMINAL SANCTIONS FOR ALL LEGAL PURPOSES

Authorized Signatory

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Atty. Edgar Antonio Hernández Arevalo
Chief of Current Account and
Tax Control Department
General Directorate Of Internal Taxes

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GENERAL
DIRECTORATE OF
INTERNAL TAXES
Current Account and
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TESTIMONIO DE ESCRITURA PÚBLICA

DE

MODIFICACION DE SOCIEDAD

"NORTH LINE SOCIEDAD COOPERATIVA DE RESPONSABILIDAD LIMITADA DE CAPITAL VARIABLE".

OTORGADA POR

el señor JOSE ALEXIS CASTRO RAMIREZ

A FAVOR DE

ANTE LOS OFICIOS NOTARIALES DE:

LICENCIADO:LUIS ALBERTO MARIN MARAVILLA

San Salvador, El Salvador. C.A.

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NUMERO TRES. En la ciudad de San Salvador, a las dieciséis horas y quince minutos del día die septiembre de dos mil veinte, ante mí, LUIS ALBERTO MARIN MARAVILLA, Notario, de este dom comparece el JOSE ALEXIS CASTRO RAMIREZ, de cuarenta y cuatro años, Abogado, del domicil Antiguo Cuscatlán y departamento de La Libertad , a quien hoy conozco e identifico por medio d documento único de identidad número cero cero cuatro dos cero cinco tres nueve – tres, con núme identificación tributaria cero seis uno cuatro -cero dos cero dos siete seis-cero cero seis-ocho c comparecen en su calidad de ejecutor del acuerdo tomado por la Asamblea Extraordinaria de "NC LINE SOCIEDAD COOPERATIVA DE RESPONSABILIDAD LIMITADA DE CAPITAL VARIABLE", puede abreviarse NORTH LINE SOCIEDAD COOPERATIVA DE R.L DE C.V., del domicilio de San Salv departamento de San Salvador, con número de identificación tributaria cero seis uno cuatro – cero uno ocho dos cero –uno cero tres - cinco, personería que DOY FE de ser legitima y suficiente por haber te a la vista: a) Testimonio de Escritura Pública de Constitución de la Sociedad "NORTH LINE SOCIE COOPERATIVA DE RESPONSABILIDAD LIMITADA DE CAPITAL VARIABLE, otorgada en la ciuda San Salvador a las diez horas con treinta y ún minutos/ del dia uno de agosto de dos mil veinte, ante los oficios de la No KATYA STEFHANY MARTHELL DE LOPEZ, inscrita en el Registro de Comercio al número 82 del libro 4236 del Registro de Sociedades; b) certificación del Acta de la Junta Extraordinaria, celebrada en Salvador, departamento de San Salvador, a las diez horas del día uno de septiembre del año dos mil ve la cual contiene el punto único Modificación de la Escritura de Constitución, extendida el día siet septiembre de dos mil veinte, por el señor FELIPE ANTONIO HERNÁNDEZ HENRIQUEZ , en su calida secretario de la Junta General Extraordinaria, en la cual consta que el compareciente están autorizados ejecutar el acuerdo tomado, a fin de otorgar la Escritura Pública de Modificación de la sociedad NO LINE SOCIEDAD COOPERATIVA DE R.L DE C.V. Modificación que se otorga con el fin suprimir c escritura de constitución las disposiciones que pertenecen a los estatutos, razón por la cual se modific redacción de algunas cláusulas, las cuales fueron aprobadas por unanimidad por los socios; y además cambiar la denominación de la sociedad, agregándole las expresiones DE AHORRO Y CRÉDITO; y para t efecto, ME DICEN: que el Pacto Social de la Sociedad, será el que se expresa en las cláusulas siguiente: **I) NATURALEZA, REGIMEN, DENOMINACIÓN Y NACIONALIDAD:** La sociedad cooperativa que s modifica por medio de este instrumento es de naturaleza anónima y sujeta al régimen de capital variabl

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que girará con la denominación de **"NORTH LINE SOCIEDAD COOPERATIVA DE AHORRO Y CRÉDIT DE RESPONSABILIDAD LIMITADA DE CAPITAL VARIABLE"**, que podrá abreviarse **NORTH LIN SOCIEDAD COOPERATIVA DE R.L DE .C.V.** y es una sociedad de nacionalidad salvadoreña. **DOMICILIO:** El domicilio de la sociedad será la ciudad de San Salvador, Departamento de San Salvadc pero por acuerdo de la Junta Directiva podrá establecer oficinas, agencias, sucursales, dependencias corresponsales en cualquier lugar de la república o del extranjero. **III) PLAZO**: La sociedad que se modific es por un plazo indeterminado. **IV) FINALIDAD SOCIAL**: La sociedad tendrá por finalidades: promover ahorro y los depósitos con sus socios; conceder créditos en general a personas naturales o jurídicas, se socios o no de la sociedad; promover el desarrollo de la micro y pequeña empresa mediante servici técnicos y financieros; y promover los fondos patrimoniales familiares. Las operaciones podrán realizarse moneda nacional y extranjera, en apego a la Ley. Para el cumplimiento de sus finalidades la Sociedad pod realizar las siguientes operaciones: **a)** Otorgar todo tipo de créditos a personas naturales o jurídicas; Recibir depósitos en cuentas de ahorro, a plazo fijo o con aviso previo de sus socios; **c)** Estimular la inversi mediante la emisión de instrumentos financieros tales como acciones, títulos de participación y cualqu otro permitido por la Ley; **d)** Conceder franquicias financieras; **e)** Operaciones de crowdfunding financiación colectiva de proyectos; **f)** Emitir, coemitir o administrar tarjetas de crédito o débito y otros med electrónicos de pago; **g)** Contraer préstamos de personas naturales o jurídicas, nacionales o extranjeras; Efectuar inversiones en títulos valores emitidos por el Estado o Instituciones Autónomas o emitidos sociedades de capital o intermediarios financieros cooperativos y sociedades de ahorro y crédito; **i)** Order de pago y giro contra sus propias oficinas; **j)** Celebrar contratos de administración de recursos financie

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con destino específico; **k)** Descontar letras de cambio, pagarés, facturas y otros documentos · representen obligaciones de pago; **l)** Efectuar cobranzas, pagos y transferencias de fondos por cuenta aje m) Intermediación y adquisición de seguros de conformidad con las leyes que regulan la realización dichas actividades; **n)** Establecer y administrar fondos patrimoniales en beneficio de los socios y de familiares, de conformidad a las leyes aplicables; **o)** Transferir a cualquier título créditos de su cartera, como adquirir créditos; y, **p)** Celebrar cualquier tipo de contratos de servicios relacionados con las anterio operaciones, sean de carácter mercantil, civil, administrativo o de otra índole permitidos por la Ley. **CAPITAL SOCIAL.** El capital social es de **DOS MIL DOLARES DE LOS ESTADOS UNIDOS DE AMERI** será variable y está representado por acciones comunes y acciones preferidas de voto limitado, to nominativas de **VEINTE DOLARES DE LOS ESTADOS UNIDOS DE AMERICA** cada una. El capital míni de la sociedad es de **DOS MIL DOLARES DE LOS ESTADOS UNIDOS DE AMERICA**. Siempre que anuncie el capital social se indicará el capital social mínimo. **VI) CONDICIONES PARA EL AUMENT DISMINUCIÓN DEL CAPITAL SOCIAL:** La junta general de socios fijará los montos de los aumento disminuciones de capital social; en caso de aumento de capital social determinará la forma y términos que debe hacerse la correspondiente suscripción, pago y emisión de las nuevas acciones, en su caso, to de conformidad a la Ley y a las estipulaciones contenidas en esta escritura. Los aumentos y disminucior de capital social fijo se harán previo acuerdo de junta general extraordinaria de socios, adoptado con ba a las disposiciones del artículo doscientos cuarenta y tres del Código de Comercio, considerando un v por socio; así mismo las disminuciones del capital variable. El aumento del capital en la parte variable, s acordado por la junta general ordinaria como lo permite el inciso segundo del artículo trescientos nueve Código de Comercio; y con base a las disposiciones contenidas en los artículos doscientos cuarent doscientos cuarenta y uno del Código de Comercio, considerando un voto por socio. Todo aument disminución de capital social deberá inscribirse en el Libro a que se refiere el Artículo trescientos doce Código de Comercio, el cual podrá ser consultado por cualquier persona que tenga interés en ello. V

SUSCRIPCION Y PAGO DEL CAPITAL SOCIAL: El capital social está totalmente suscrito y se pagó el cien por ciento de cada acción, así: **a) ACCIONES COMUNES**: el señor **JOSE ALEXIS CASTRO RAMIREZ**, ha suscrito cincuenta acciones comunes de las cuales pagó el cien por ciento, o sea la suma de **UN MIL DOLARES DE LOS ESTADOS UNIDOS DE AMERICA**; la señora **MARIA IMELDA RAMIREZ DE CASTRO**, ha suscrito treinta acciones comunes de las cuales pagó el cien por ciento, o sea la suma de **SEISCIENTOS DOLARES DE LOS ESTADOS UNIDOS DE AMERICA**; la señora **MARIA ANTONIETA CASTILLO DE CASTRO** ha suscrito diez acciones comunes de las cuales pagó el cien por ciento o sea la suma de **DOSCIENTOS DOLARES DE LOS ESTADOS UNIDOS DE AMERICA, KARINA MARICELA FLORES DE CASTRO** ha suscrito cuatro acciones comunes de la cual pagó el cien por ciento o sea la suma de **OCHENTA DOLARES DE LOS ESTADOS UNIDOS DE AMERICA**; la señora **SUSANN IVONNE BUCARO CASTRO** ha suscrito una acción común de la cual pagó el cien por ciento, o sea la suma de **VEINTE DOLARES DE LOS ESTADOS UNIDOS DE AMERICA; FELIPE ANTONIO HERNANDEZ HENRIQUEZ** ha suscrito una acción común de la cual pagó el cien por ciento o sea la suma de **VEINTE DOLARES DE LOS ESTADOS UNIDOS DE AMERICA** el señor **MAURICIO ALEXANDER MONTOYA AGUILAR**, ha suscrito una acción común de la cual pagó el cien por ciento o sea la suma de **VEINTE DOLARES DE LOS ESTADOS UNIDOS DE AMERICA, RAFAEL ERNESTO BAIRES FUENTES** ha suscrito una acción común de la cual pagó el cien por ciento o sea la suma de **VEINTE DOLARES DE LOS ESTADOS UNIDOS DE AMERICA, ANA GLORIA ESPERANZA MENJIVAR DE HIDALGO** ha suscrito una acción común de la cual pagó el cien por ciento o sea la suma de **VEINTE DOLARES DE LOS ESTADOS UNIDOS DE AMERICA, SALVADOR ANTONIO MIRANDA BUCARO** ha suscrito una acción común de la cual pagó el cien por ciento o sea la suma de **VEINTE DOLARES DE LOS ESTADOS UNIDOS DE AMERICA**; Queda en esta forma suscrito la totalidad del capital social y pagado el **CIEN POR CIENTO** del mismo, y en donde cada uno de los suscriptores paga a cuenta las acciones que suscribe el cien por ciento del valor de cada una de ellas. ~~El pago respectivo es hecho por medio de cheque certificado que al final de~~

R.R. DONNELLEY DE EL SALVADOR S.A. DE C.V. PBX • TIRAJE DEL 22 326 001 AL 23 826 000 • ABRIL 2019

------------------ **VIII) DE LAS ACCIONES: CARACTERISTICAS DE LAS ACCIONES.** acciones serán siempre nominativas, su propiedad se establecerá según lo dispone el Código de Come y la responsabilidad de los socios es limitada. No podrán transferirse sin que el cesionario sea acep como socio por la Junta Directiva. Serán transmisibles a favor de la persona o personas que el socio hub designado como beneficiario para el caso de fallecimiento; designación que se hará constar en el Libr Registro de Acciones. El socio podrá cambiar el beneficiario o beneficiarios designados en cualquier tie mediante notificación por escrito a la Sociedad, el cual se anotará en el Libro de Registro de Acciones transmisión se hará sin más trámite que la presentación de la partida de defunción del socio y el certific de acciones. Las acciones serán impresas o litografiadas y llevarán las firmas autógrafas del presiden del secretario de la Junta Directiva o quien haga sus veces, estarán numeradas y registradas en el talón como comprobante existirá en las oficinas de la Sociedad, sin perjuicio de ser anotadas en el Libro Registro que al efecto establece el Código de Comercio. La Sociedad Cooperativa en ningún caso pc emitir títulos o certificados de acciones al portador. **IX) DERECHOS GENERALES DE LAS ACCIO PREFERIDAS.** Los socios con acciones preferidas de voto limitado, tendrán los derechos que le confier Ley, incluyendo el derecho a participar con voz y voto, igual que los socios con acciones comunes, cua sean convocados para participar en Asambleas Generales Extraordinarias que tengan como propósito ú tratar cualquier punto relacionado con la modificación del pacto social. El dividendo mínimo a pagar en c tipo de acción preferida de voto limitado será el acordado anualmente por la Asamblea General Ordinari socios a propuesta de la Junta Directiva. En todo caso el dividendo mínimo a pagar para las accio preferidas de voto limitado no podrá ser menor al legalmente establecido en el Código de Comercio; p asegurar ese dividendo mínimo, la Junta Directiva podrá efectuar provisiones trimestrales en regis individuales de cada socio. **X) GOBIERNO DE LA SOCIEDAD**: La Asamblea o Junta General de Soc constituirán la suprema autoridad de la Sociedad, con las facultades y obligaciones que señala la Ley. **JUNTA O ASAMBLEA GENERAL DE SOCIOS**. Las juntas o asambleas generales de socios o accionis serán ordinarias, extraordinarias o mixtas si su convocatoria así lo expresare. Sus respectivas competencias, convocatorias, quórums, agendas, porcentajes de votación, y demás aspectos legales que deben observar se regirán por las disposiciones establecidas en la Sección "C", Capítulo VII, Título II, del Libro Primero del Código de Comercio. Las juntas ordinarias se constituirán por los socios titulares de acciones comunes y las extraordinarias por los socios titulares de acciones comunes y por los titulares de acciones preferidas de voto limitado o sus delegados, según se establezca en los estatutos cuando el Código de Comercio les conceda ese derecho. La admisión de socios titulares de acciones comunes ex atribución exclusiva de la junta general extraordinaria. **XII) ADMINISTRACION.** La administración de la sociedad cooperativa estará confiada a una Junta Directiva compuesta de diez miembros, tres serán Directores Propietarios, cinco Directores Suplentes, secretario y tesorero que se denominarán: Director Presidente, Director Vicepresidente, Director Propietario, Secretario, Tesorero, y el resto Directores Suplentes según corresponda. Los miembros de la Junta Directiva durarán en sus funciones **CINCO** años, quienes podrán ser reelectos por un período adicional en los mismos cargos y por un tercer período de cargos diferentes. Los cinco Directores Suplentes asistirán a las sesiones de Junta Directiva sin derecho a voto, excepto que uno de ellos o los cinco actúen en representación de un Director Propietario, condición que les da derecho a voto. **XIII) REPRESENTACION LEGAL Y USO DE LA FIRMA SOCIAL.** Corresponde al Director Presidente: **a)** Representar a la Sociedad Cooperativa, judicial y extrajudicialmente y el uso de la firma social, pudiendo en tal virtud y previo acuerdo de la Junta Directiva, ejecutar toda clase de actos, celebrar toda clase de contratos, contraer toda clase de obligaciones, otorgar toda clase de escrituras públicas o privadas y aceptar o suscribir títulos valores; conferir toda clase de poderes y revocarlos; gravar los valores o derechos de la Sociedad; enajenar y adquirir toda clase de bienes, y en general efectuar todos los actos necesarios en cumplimiento de las resoluciones de la Junta Directiva; **b)** ejecutar los actos y llevar a cabo los acuerdos adoptados por la Junta General de Accionistas; y **c)** desempeñar las atribuciones que la Junta Directiva le delegue, todas las demás que le correspondan de conformidad con la presente escritura, los Reglamentos de la Sociedad Cooperativa y las disposiciones de la Junta General de Socios. Las anteriores facultade obligaciones corresponderán a quien lo sustituya. Para el ejercicio de la representación judicial y extrajudi de la sociedad y uso de la firma social, se estará a lo dispuesto en el Artículo doscientos sesenta del mis Código. En consecuencia, la Junta Directiva también podrá confiar las atribuciones de representación judi y extrajudicial a un Gerente de su nombramiento. Asimismo, para el caso de la representación judicia Junta Directiva podrá nombrar a un Representante Judicial, de conformidad a lo establecido en el in segundo del Artículo doscientos sesenta del Código de Comercio y cuyo nombramiento deberá inscrib en el Registro de Comercio. **XIV) FACULTADES DEL DIRECTOR SECRETARIO**. Corresponde al Dire Secretario actuar como tal en las Juntas Generales de Accionistas; llevar los libros de actas de estas y la Junta Directiva y el de Registro de Accionistas; expedir y firmar las certificaciones que extienda la Socie Cooperativa, lo mismo que todas aquellas comunicaciones derivadas de acuerdos de Juntas Generale de Junta Directiva que tenga relación con los negocios de la Sociedad Cooperativa o con sus accionis Además certificará la credencial del Director Presidente de la Junta Directiva. **XV) ATRIBUCIONES DE ADMINISTRACIÓN**. La Junta Directiva estará encargada de: **a)** Atender la organización interna de Sociedad Cooperativa y reglamentar su funcionamiento; **b)** abrir y cerrar oficinas, agencias, sucursa dependencias o corresponsales en cualquier lugar de la república o del extranjero; **c)** nombrar y remove Director Ejecutivo o Gerente General, señalándole sus atribuciones y remuneraciones; **d)** Reglamenta uso de las firmas; **e)** autorizar la publicación de los estados financieros en tiempo y forma; **f)** convocar a Asambleas Generales de Socios, para tratar asuntos ordinarios, extraordinarios o mixtos; por medio Director Presidente; **g)** aprobar el ingreso de socios con acciones preferidas de voto limitado, así como retiro, reglamentar los derechos y obligaciones específicas, y el mecanismo de representación de cada se de acciones; **h)** aprobar el plan y presupuesto anual de la Sociedad Cooperativa, presentados por el Dire Ejecutivo o Gerente General; **i)** proponer a la Asamblea General de Socios la aplicación de utilidades, como la creación y modificación de reservas y la distribución de dividendos o pérdidas; **k)** autorizar la com y venta de bienes muebles e inmuebles, la emisión de cualquier clase de títulos de deuda y el gravamen de cualquiera de los bienes de la Sociedad; **l)** designar, vigilar y regular las funciones de los demás miembros de la Junta Directiva; **m)** la autorización de la emisión, co emisión, administración y tarjetas de crédito y débito, para sus asociados; **n)** Conocer de las solicitudes de ingreso de socios de acciones preferidas de voto limitado, para aprobarlas o rechazarlas; **o)** Autorizar la emisión de valores negociables que se coticen en la Bolsa de Valores; **p)** Emitir los instructivos y reglamentos que sean necesarios para facilitar la ejecución de la administración de la sociedad cooperativa; y **q)** Contratar asesores para que la asistan en la toma de decisiones. La Junta Directiva podrá delegar sus facultades de administración y representación en uno de los Directores o en Comisiones que designe de entre sus socios, quienes deberán ajustarse a las instrucciones que reciban y dar periódicamente cuenta de su gestión. **XVI) REUNION DE LOS ORGANOS DE ADMINISTRACIÓN.** La Junta Directiva se reunirá ordinariamente una vez cada mes o cuando se crea conveniente, en el domicilio de la Sociedad Cooperativa o en cualquier otro lugar fuera o dentro del territorio de la República, si así se expresare en la convocatoria, la cual se hará por el Director Presidente o por cualquiera de los demás Directores, por escrito, telefónicamente, o por cualquier otro medio, inclusive electrónico. Los acuerdos de la sesión se asentarán en el Libro de Actas de Junta Directiva que para tal efecto lleve la Sociedad Cooperativa y habrá quorum con la asistencia de la mayoría de sus miembros y tomarán sus resoluciones por la mayoría de los votos presentes. Asimismo, las sesiones de junta directiva podrán celebrarse a través de video conferencias, cuando alguno o algunos de sus miembros o la mayoría de ellos se encontraren en lugares distintos, dentro o fuera del territorio de la república, siendo responsabilidad del Secretario grabar por cualquier medio que la tecnología permita, la video conferencia y hacer una transcripción literal del desarrollo de la sesión que asentará en el Libro de Actas correspondiente, debiendo remitir una copia de la misma por cualquier sistema de transmisión a todos los miembros de la Junta Directiva, quienes además podrán requerir una copia de la grabación respectiva. **XVII) DE LA GERENCIA:** la Junta Directiva podrá nombrar para la ejecución de decisiones a un Director Ejecutivo o

Gerente General y los poderes que se le otorguen determinarán la extensión de su mandato. Tanto nombramiento del Director Ejecutivo o Gerente General como los poderes conferidos deberán ser inscrit en el Registro de Comercio, así como su revocatoria. Asimismo, cuando la terminación de los poder conferidos se produzca por la cesación de las funciones del Representante Legal que los haya conferidc de quien haga sus veces, deberán otorgarse nuevos poderes e inscribirlos en el Registro de Comercio, como solicitar la cancelación registral de los poderes terminados. **XVIII) AUDITORIA**: la Asamblea Gene de Socios nombrará a un auditor externo por el plazo que estime conveniente, el cual no podrá ser mer de un año ni exceder de cinco años, para que ejerza todas las funciones de vigilancia de la administraci de la Sociedad, con la facultades y obligaciones que determina la Ley. En caso de muerte, renunc incapacidad o inhabilidad del Auditor, la Asamblea General de Socios elegirá a otra persona natural o juridi para que ejerza las funciones de vigilancia de la administración social. Asimismo, la Asamblea General Socios, elegirá a un Auditor Fiscal de conformidad como dispone el Código Tributario. En caso de muen renuncia, incapacidad o inhabilidad del Auditor Fiscal, la Asamblea General de Socios estará obligada nombrar nuevo Auditor Fiscal dentro de diez días hábiles siguientes de suscitada la muerte, renunc incapacidad o inhabilidad, debiendo informar dicho nombramiento a la administración tributaria en la forr prevista en el artículo ciento treinta y uno del Código Tributario dentro del plazo de cinco días hábiles ocurrido el nombramiento. Asimismo, los nombramientos del Auditor y del Auditor Fiscal deberán inscribir en el Registro de Comercio. **XIX) EJERCICIO ECONOMICO**. El ejercicio económico de la socied cooperativa será de un año, de acuerdo a lo establecido en el artículo noventa y ocho del Código Tributan **XX) RESERVAS**: las reservas sociales serán las que indiquen los artículos ciento veintitrés, cien veinticuatro y doscientos noventa y cinco del Código de Comercio. **XXI) DISOLUCION Y LIQUIDACION**. disolución de la Sociedad Cooperativa procederá en cualquiera de los casos contemplados en la Le debiendo reconocerse las causales respectivas de conformidad como señala el artículo ciento ochenta ocho del Código de Comercio. Disuelta la Sociedad, se pondrá en liquidación observándose l disposiciones del capítulo ONCE, del título dos del Libro Primero del Código de Comercio. La Junta de Liquidadores que se nombre, estará integrada por tres miembros; la sustitución de cualquiera de los liquidadores se hará de la misma forma en que se debe realizar el nombramiento. **XXII) NOMBRAMIENTO DE LA PRIMERA ADMINISTRACION.** ~~El~~ otorgantes del presente acto, ~~me mani~~ fiesta/ que para el primer periodo de cinco años, la administración de la Sociedad Cooperativa estará a cargo de una Junta Directiva y sus respectivos suplentes ~~quienes a~~ / electos en el acto de constitucion, siendo/ fueron / los señores: **JOSE ALEXIS CASTRO RAMIREZ**, de cuarenta y cuatro años, Abogado, del domicilio de Antiguo Cuscatlán, **DIRECTOR PRESIDENTE; MARIA IMELDA RAMIREZ DE CASTRO**, de sesenta y seis años, Ingeniero en Sistemas, del domicilio de Antiguo Cuscatlán, **DIRECTOR VICEPRESIDENTE; MARIA ANTONIETA CASTILLO DE CASTRO**, de treinta y cinco años, Estudiante, del domicilio de Nuevo Cuscatlán, **DIRECTOR PROPIETARIO; KARINA MARICELA FLORES DE CASTRO** de cuarenta años, Licenciada en Diseño Ambiental , del domicilio de Antiguo Cuscatlán, **DIRECTOR SUPLENTE; SUSANN IVONNE BUCARO CASTRO**, de cincuenta y un años, Empleada, del domicilio de Mejicanos, **SECRETARIO; FELIPE ANTONIO HERNANDEZ HENRIQUEZ** Empleado del domicilio de San Salvador **TESORERO** , **MAURICIO ALEXANDER MONTOYA AGUILAR**, de veintisiete años de edad, Estudiante, del domicilio de Mejicanos **DIRECTOR SUPLENTE; RAFAEL ERNESTO BAIRES FUENTES** de cuarenta y seis años de edad, Comerciante, del domicilio de San Salvador **DIRECTOR SUPLENTE; ANA GLORIA ESPERANZA MENJIVAR DE HIDALGO** de treinta y cuatro años de edad, Arquitecto, del domicilio de Mejicanos **DIRECTOR SUPLENTE;SALVADOR ANTONIO MIRANDA BUCARO** de veintitrés años de edad, Estudiante, del domicilio de San Salvador **DIRECTOR SUPLENTE** todos de nacionalidad salvadoreña, quienes aceptan expresamente los cargos para los cuales fueron nombrados en este acto. Yo, el notario **DOY FE**: Que antes del otorgamiento de este acto, hice a los comparecientes, la advertencia a que se refiere el artículo trescientos cincuenta y tres del Código de Comercio, respecto de la obligación de inscribir esta escritura en el Registro de Comercio y de las consecuencias de la falta de inscripción. Así se expresaron los comparecientes, a quienes expliqué los

PAPEL PARA PROTOCOLO

DOS COLONES

M. DE H

NUEVE

Nº 22612259

LUIS ALBERTO MARIN MARTINEZ NOTARIO REPÚBLICA DE EL SALVADOR

CORTE SUPREMA DE JUSTICIA

efectos legales del presente instrumento y leído que les fue por mí, íntegramente, en un solo acto, interrupción, ratificaron su contenido y firmamos. DOY FE.-

REGISTRO DE DOCUMENTOS

SO ANTE MI, de folios CUATRO FRENTE AL NUEVE FRENTE del Libro SEXTO de mi protocolo que vence el día tres de septiembre de dos mil veintiuno y para ser entregado al señor JOSÉ ALEXIS CASTRO RAMÍREZ, en representación de la Sociedad "NORTH LINE SOCIEDAD COOPERATIVA DE RESPONSABILIDAD LIMITADA DE CAPITAL VARIABLE", que puede abreviarse NORTH LINE SOCIEDAD COOPERATIVA DE R.L DE C.V., extiendo, firmo y sello el presente testimonio en la ciudad de San Salvador, a los diez días de septiembre de dos mil veinte. -

LUIS ALBERTO MARÍN MARAVILLA
NOTARIO
REPÚBLICA DE EL SALVADOR

REPUBLICA DE EL SALVADOR
CENTRO NACIONAL DE REGISTROS
REGISTRO DE COMERCIO

CNR Centro Nacional de Registros

REGISTRO DE COMERCIO: DEPARTAMENTO DE DOCUMENTOS MERCANTILES: San Salvador, a las diez horas y cincuenta y dos minutos del día uno de octubre de dos mil veinte.

Inscríbase la anterior Escritura Pública de Modificación de Pacto Social por CAMBIO DE DENOMINACION de la sociedad NORTH LINE, SOCIEDAD COOPERATIVA DE RESPONSABILIDAD LIMITADA DE CAPITAL VARIABLE, que en lo sucesivo se denominará NORTH LINE, SOCIEDAD COOPERATIVA DE AHORRO Y CREDITO DE RESPONSABILIDAD LIMITADA DE CAPITAL VARIABLE e incorporación del texto integro de la misma. DERECHOS: $11.40, comprobante de pago número 0113106355, del día once de septiembre de dos mil veinte; presentado en este Registro a las catorce horas y veintiocho minutos, del día once de septiembre de dos mil veinte, según asiento número 2020450084.
Se tuvo a la vista constancia de situación tributaria del contribuyente, emitida por la Dirección General de Impuestos Internos del Ministerio de Hacienda, con número correlativo 14319400 y de estado actual SOLVENTE, vigente hasta el veintidós de octubre de dos mil veinte y constancia de solvencia municipal, emitida por la Alcaldía Municipal de San Salvador el veintinueve de septiembre de dos mil veinte.

Licda. Isabel Alejandra Cabrera Vásquez
REGISTRADOR

INSCRITO EN EL REGISTRO DE COMERCIO AL NUMERO 82 DEL LIBRO 4254 DEL REGISTRO DE SOCIEDADES. DEL FOLIO 371 AL FOLIO 384 FECHA DE INSCRIPCION: San Salvador, uno de octubre de dos mil veinte.

Licda. Isabel Alejandra Cabrera Vásquez
REGISTRADOR

REGISTRO DE COMERCIO DOCUMENTOS MERCANTILES EL SALVADOR

MINISTERIO
DE HACIENDA

Situacion tributaria del contribuyente

CÓDIGO ÚNICO :	C217B725T5TN
Numero correlativo	14319400
Nit Contribuyente	06140108201035
Nombre	NORTH LINE SOCIEDAD COOPERATIVA DE RESPONSABILIDAD LIMITADA

Fecha/Hora de Consulta	29/09/2020 15:20:28
Vigencia	22/10/2020
Estado Actual	Solvente
Usuario	JAIME RICARDO AMAYA NIEVES
Institucion	CENTRO NACIONAL DE REGISTROS - SAN SALVADOR
Direccion IP	10.100.100.18
Uso	EXCLUSIVO PARA CENTRO NACIONAL DE REGISTROS (carece de validez legal para otros trámites)

CONSTANCIA DE SOLVENCIA DE LOS IMPUESTOS INTERNOS, CONFORME AL ARTICULO 218 DEL CÓDIGO TRIBUTARIO.

CUANDO HUBIERE DISCONFORMIDAD ENTRE EL ESTADO DE SOLVENCIA DEL DOCUMENTO FÍSICO Y EL REFLEJADO EN EL SISTEMA DE LA ADMINISTRACIÓN TRIBUTARIA, PREVALECERÁ ESTE ÚLTIMO. (ART. 219 INC. FINAL DEL C.T.)

ESTA INFORMACION TIENE CARACTER RESERVADO, EL USO PARA FINES DIFERENTES A LOS AUTORIZADOS HARA INCURRIR AL INFRACTOR EN LAS SANCIONES PENALES A QUE HAYA LUGAR

Por delegación de Firma

Lic. Edgar Antonio Hernández Arévalo
Jefe del Departamento de Cuenta
Corriente y Control Tributario
Dirección General de Impuestos Internos

DIRECCIÓN GENERAL DE IMPUESTOS INTERNOS