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CORPORATION(S) NAME

11-17

Antarctic Amalgamated Resources Limited, Inc.

- | | | |
|--|---|---|
| ☒ Profit | ☐ Amendment | ☐ Merger |
| ☐ NonProfit | ☐ Dissolution/Withdrawal | ☐ Mark |
| ☐ Limited Liability Company | ☐ Annual Report | ☐ Other |
| ☒ Foreign | ☐ Reservation | ☐ Change of R.A. |
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CR2E031 (1-89)

**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. ANTARCTIC AMALGAMATED RESOURCES LIMITED, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Montserrat
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. April 14, 1987
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. None
(Date first transacted business in Florida (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 140 Intracoastal Pointe Dr., Suite 404
Jupiter, FL 33477
(Current mailing address)
8. _____
(See Attached)
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box acceptable)
Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)
10. 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)
Jeffrey G. Givens, Asst. Secretary
11. 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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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Juan Francisco Proano

Address: Paez 835 y Veintimilla

Quito, Ecuador, South America

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: MARK A. EMALFARB

Address: 140 Intracoastal Pointe Dr., Suite 404

Jupiter, FL 33477

Vice President: _____

Address: _____

Secretary: MARK A. EMALFARB

Address: 140 Intracoastal Pointe Dr., Suite 404

Jupiter, FL 33477

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MARK A. EMALFARB, President

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

ANTARCTIC AMALGAMATED RESOURCES LIMITED

The objects for which the Company is established are:-

- (i) To establish and promote companies for the carrying on of business of any description and to acquire and dispose of shares and interests in such companies.
- (ii) To purchase businesses, letters patent, or other property of any kind and resell the same to any company promoted by this company.
- (iii) To underwrite shares and interests in any company promoted by this company.
- (iv) To carry on any branch or subsidiary businesses commonly carried on in connection with the business of company promoters.
- (v) To acquire and deal with any property real or personal, to carry on any trade or business, to erect any buildings; and generally to do all acts and things which in the opinion of

the company or the directors, may be conveniently, or profitably, or usefully, acquired and dealt with, carried on, erected or done by the company in connection with the businesses aforesaid.

- (vi) To do all or any of the following acts or things viz. to pay all expenses of and incidental to the formation of the company; to sell, lease, or dispose of any property of the company; to draw, accept and negotiate negotiable instruments; to borrow money on the security of the undertaking or all or any of the assets of the company, including uncalled capital or without security; to invest moneys of the company in such manner as the directors determine; to sell the undertaking of the company for cash or any other consideration; to distribute assets in specie to members of the company.
- (vii) To lend money with or without security and to invest money of the company in such manner other than in the shares of this company as the directors think fit.
- (viii) To enter into arrangements for joint working in business, or for sharing of profits, or for amalgamation, with any other company, firm or person carrying on business within the objects of this company.
- (ix) To provide for the welfare of persons employed or formerly employed by the company or any predecessors (in business or in title) of the company and the wives, widows and families of such persons by grants of money or other aid or otherwise as the company shall think fit.

- (x) To subscribe to or otherwise aid benevolent, charitable, national or other institutions or objects of a public character or which have any moral or other claims to support or aid by the company by reason of the nature or locality of its operations or otherwise.
- (xi) Upon any issue of shares, debentures or other securities of the company, to employ brokers, commission agents and underwriters, and to provide for the remuneration of such persons for their services by payment in cash, or by the issue of shares, debentures or other securities of the company, or by the granting of options to take the same, or in any other manner allowed by law.
- (xii) To purchase or otherwise acquire, erect, maintain, reconstruct, and adapt any offices, workshops, mills, plant, machinery, hotels, and other things found necessary or convenient for the purposes of the company.
- (xiii) To manufacture, buy, sell, and generally deal in, any plant, machinery, tools goods or things of any description, which in the opinion of the company may be conveniently dealt with by the company in connection with any of its objects.
- (xiv) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

GOVERNMENT OF MONTSERRAT

CERTIFICATE OF



GOOD STANDING

I, EULALIE GREENAWAY Registrar of Companies for Montserrat,
DO HEREBY CERTIFY, pursuant to the International Business Companies Ordinance 1983, Section 114 that
ANTARCTIC AMALGAMATED RESOURCES LIMITED is of good standing.

In particular the Company

1. * has /has not submitted to the Registrar articles of merger or consolidation that have not yet become effective.
 2. * has /has not submitted to the Registrar articles of arrangement that have not yet become effective.
 3. * is /is not in the process of being wound up and dissolved.
 4. * proceedings /no proceedings to strike the name of the company off the Register have been instituted.
- (* delete as appropriate)

Given under my hand and seal

at Plymouth, Montserrat the

09TH day of NOVEMBER 19..... 95

Eulalie Greenaway
Registrar of Companies
Montserrat, W. I.

Company Number IBC NO. 09/1987
IBC 114

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ARTICLES OF MERGER
Merger Sheet

MERGING: -----

ANTARCTIC AMALGAMATED RESOURCES LIMITED, INC., a Colony of
Montserrat, West Indies corporation, F95000005633

INTO

AARL INC., a Florida corporation, P96000018919.

File date: October 17, 1996

Corporate Specialist: Darlene Connell