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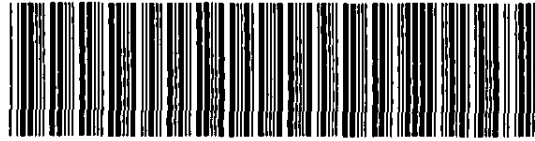
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Liberty Truck  
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

David Fermin  
(Name of Person)

\_\_\_\_\_  
(Firm/Company)

402 E Harrison St  
(Address)

Tallahassee, Florida 32301  
(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

David Fermin at (850) 459 2616  
(Name of Person) (Area Code & Daytime Telephone Number)

**MAILING ADDRESS:**  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee    ☒ \$130.00 Filing Fee & Certificate of Status    ☐ \$155.00 Filing Fee & Certified Copy    ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Liberty Truck LLC  
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Merida, Venezuela 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 8/3/2011 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 402 E Harrison St Tallahassee FL 32301  
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

David Fermin 402 E Harrison St  
Tallahassee, FL 32301

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Import Export

David Fermin

Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

David Fermin

Typed or printed name of signee

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Liberty Truck

If name unavailable, the alternate name to be used in the state of Florida is:

Liberty truck Florida

2. The name and the Florida street address of the registered agent and office are:

David Fermin

(Name)

420 E Harrison St

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee FL 32301

City/State/Zip

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*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.*

David Fermin

(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

I, Helga Ramirez, a Public Interpreter of the Republica Bolivariana de Venezuela in English, as evidenced by title published in Official Gazette No. 30,129, dated June 15, 1973, registered at the Main Public Registry Office of the Capital District on June 27, 1973, under No. 315, folio 198, Volume 2, Only Book and registered at the First Court of the First Instance in Civil Matters of the Judicial Circuit of the Capital District and the State of Miranda on June 27, 1973, under No. 22, folio 129, of the respective Book, do hereby certify: That the attached document which was submitted to me for translation to English, is word for word as follows: -----

**REPUBLICA BOLIVARIANA DE VENEZUELA**

MINISTRY OF POPULAR POWER FOR INTERNAL AFFAIRS AND JUSTICE

**AUTONOMOUS REGISTRIES AND NOTARIES SERVICE.**

RM No. 379

**FIRST COMMERCIAL REGISTRY OFFICE OF MERIDA STATE** 201 and 152

ATTORNEY AT LAW IVONNE CARLA CASART QUINTERO, First Commercial Registrar of Merida State.

**C E R T I F I E S**

That the entry of the Commercial Registration that follows, the original of which was entered in Volume: **164-A RM1MERIDA**, Number **7** of the year **2011**, as well as the Participation, Note and Document that appear below are a true copy of their originals, which state as follows:

**379-9711**

THIS FOLIO BELONGS TO: **LIBERTY TRUCK, C.A.** File No. **379-9711.-**

There is a rubber seal of the First Commercial Registry Office of the Judicial Circuit of Merida, Merida State.-

(In the lower right hand corner): SAREN, Autonomous Registries and Notaries Service, Ministry of Popular Power for Internal Affairs and Justice.-----

(On the next page in the upper right hand corner there is a signature of):

Omar Eduardo Mora Sanchez. Omar Eduardo Mora Sanchez, Attorney at Law, Lawyers' Social Security Institute: No. 112605.-



document submitted. Set up and publish the respective entry. Form the Company record and file the original along with a copy of the Bylaws and other accompanying documents. Issue a copy of the publication. The above document was drawn up by the Attorney at Law OMAR EDUARDO MORA SANCHEZ, Lawyers' Social Security Institute No. 112605. It was entered in the Commercial Registry Office under No. 7, Volume 164-A RM1Merida. Fees paid: Bs 563,16 according to Commercial Registry Form No. 37900067160, Bank No. 00-022768 for Bs 2,121.60. Identification was made as follows: GUSTAVO JUNIOR DI GIUSTO RODRIGUEZ, Identity Card No. V-15,379668. Inspecting Attorney: NESTOR ROLANDO RAMIREZ HERNANDEZ.-

(signed illegibly) First Commercial Registrar of Merida State. signed: Attorney at Law CARLA CASART QUINTERO.- (There is a rubber seal of the): First Commercial Registry Office of the Judicial Circuit of Merida, Merida State, which appears twice on this page.-

THIS PAGE PERTAINS TO: LIBERTY TRUCK, C.A.,

File No: 379-9711. CONST

(signed): Omar Eduardo Mora Sanchez

(On the next page in the upper Omar Eduardo Mora Sanchez, Attorney at Law, Lawyers' Social Security Institute: No. 112605.-

We, GUSTAVO JUNIOR DI GIUSTO RODRIGUEZ, a Venezuelan, of age, single, domiciled in the city of Merida, holder of Identity Card No. 15379668, and legally able; and DAVIANA ANDREA FERMIN MONAGAS, a Venezuelan, of age, single, domiciled in the city of Merida, holder of Identity Card No. 14916013, legally able, declare: We have agreed to establish, as in effect, we have, a stock company, which we have drafted with sufficient amplitude to serve as Incorporation Papers and Bylaws, which will be based on the following clauses: TITLE I: TRADE NAME, DOMICILE, PURPOSE AND DURATION OF THE COMPANY.- FIRST: The company will be named "LIBERTY TRUCK, C.A." SECOND: The main domicile of the company will be Av. Ezio Valeri, Centro Comercial Los Chaguaramos I, Local No. 11, Merida, Estado Merida, Mariano

(12,000) SHARES for an amount of ONE HUNDRE TWENTY THOUSAND BOLIVARS (Bs 20,000.00) and the citizen DAVIANA ANDREA FERMIN MONAGAS has undersigned EIGHT THOUSAND (8.000) SHARES for an amount of EIGHTY THOUSAND BOLIVARS (Bs 80,000.00). The shares are 100% paid, as appears in the opening balance sheet attached. SEVENTH.

Shareholders have a preferential right to undersign new shares or to purchase those offered, in the case of an increase of the Net Worth, or the sale of Shares, in proportion to the ones they already had at the time of the operation. The shareholder who wishes to sell all or part of his shares, shall inform the Board of Directors in writing of the conditions of the negotiation, and it in turn, it will notify the other Shareholders in writing of the conditions of the negotiation, giving them a period of ninety days to practice their preferential right. At the end of this period if no shareholder has written a letter or telegram showing his will to purchase, the seller will be free to sell to third parties. Any sale made contrary to what appears herein, will be void and will not have any effect with respect to the Company. TITLE III. WITH

RESPECT TO MEETINGS. EIGHTH. The Regular Shareholders Meeting will meet once a year within the three months following the closing of the books and the Special Meeting, whenever required for the interests of the Company and it be thus decided by the Board of Directors, or when requested by a number of shareholders representing at least a fifth of the Capital stock.-

NINTH. The Regular or Special Meetings shall be summoned by the shareholders by means of a notice of a meeting published in a regional newspaper. This will not be necessary for a summons if the total capital stock of the Company is represented in the Assembly. The assemblies may be held anywhere in the country where the Company has establishments, offices, branches or agencies. TENTH. A legally established assembly represents all the shareholders and it is here that the supreme decisions of matters of the society are decided. Deliberations within the limits set by this document and by the Law, are compulsory for all shareholders, even for those who did not





power to act and sign for the company, forcing the firm, and particularly committing the assets, however, without this implying bidding. He is authorized to issue, accept, endorse and discount bills of exchange, notes payable, checks and other negotiable instruments, to purchase chattel and real estate of any nature; to represent the Company with financial entities, to represent the company in lawsuits, both as defendant or plaintiff, being able to agree, compromise, desist, commit as arbitrators, arbitrators of the law, bid in auctions, hand over in payment and receive amounts of money; grant and withdraw judicial or extra judicial powers, granting the agents the attributes they may deem convenient for the benefit and safety of the Company.-

FIFTEENTH. The members of the Board of Directors may be reelected, and in order to begin performing their jobs they have to deposit every year in the social box, five (5) Company Shares each, for the purpose and formalities established by Article 244 of the Commercial Code. These shares will be freed once the Ordinary Shareholders Assembly has approved the Yearly Balance and the actions of the mentioned officials. TITLE V.- COMISARIO.

SIXTEENTH. Every two years the Ordinary Assembly will elect the Comisario of the Company and will set his remuneration. The Comisario does not have to be a shareholder of the Company. He may be reelected on each occasion and will have the attributes and duties established in the Commercial Code.-

TITLE VI. FISCAL YEAR, BALANCE AND PROFIT. SEVENTEENTH. The Company's fiscal year begins on January 1 each year and will finish on December 31 of the same year, except the first year, in which it will begin on the date in which it was registered in the Commercial Registry and it will close on December 31 of that same year. On this date an inventory and General Balance Sheet will be made with a summarized statement of the active and passive situation of the Company in the year that just ended. This balance sheet will be prepared based on the standards of Article 304 and the following, of the Commercial Code and on commercial uses and practices of accounting and will be turned over to the Comisario to render his report.- EIGHTEENTH.

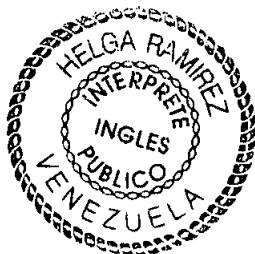




QUINTERO. THIS CERTIFIED COPY WAS ISSUED FOR PUBLICATION  
ACCORDING TO FORM No. 379.2011.3.2172.

(signed illegibly) ATTORNEY AT LAW IVONNE CARLA CASART QUINTERO,  
First Commercial Registrar of Merida State.- (There is a rubber seal):  
Republica Bolivariana de Venezuela, First Commercial Registry Office, of the  
Judicial Circuit of Merida State, Merida.-

The foregoing translation of the document submitted to me is hereby certified  
correct, in witness whereof I have hereunto set my hand and affixed my seal  
in Merida, on September 1, 2012.-



*Helga Ramirez*  
**HELGA RAMIREZ**  
**INTERPRETE PUBLICO**  
**INGLES**  
**VENEZUELA**