

MIT00003419

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

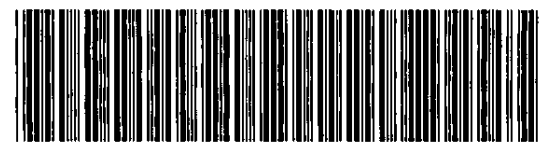
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:  
W17-31783  
2980

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04/11/17--01023--023 \*\*125.00

APR 21 2017  
S. YOUNG

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TALLAHASSEE, FLORIDA  
17 APR 11 PM 2:39



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 12, 2017

IVETTE RODRIQUEZ, ESQUIRE  
IVETTE RODRIGUEZ, P.A.  
201 ALHAMBRA CIRCLE STE 500  
CORAL GABLES, FL 33134

SUBJECT: LUDOVICO HOLDINGS S.A., LLC  
Ref. Number: W17000031783

We have received your document for LUDOVICO HOLDINGS S.A., LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must insert the title or capacity of person(s) authorized to manage this limited liability company above the name(s) and address(es) listed. Such titles may include: Manager (MGR), Authorized Member (AMBR), Authorized Person (AP), or Authorized Representative (AR).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Shelia H Young  
Regulatory Specialist II

Letter Number: 017A00007089

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THANK YOU,  
IVETTE

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2017 APR 21 AM 11:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO: Registration Section  
Division of Corporations**

**SUBJECT:** LUDOVICO HOLDINGS S.A.  
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:

Ivette Rodriguez, Esquire  
Name of Person

Ivette Rodriguez, P.A.  
Firm/Company

201 ALHAMBRA CIRCLE SUITE 500  
Address

CORAL GABLES, FLORIDA 33134  
City/State and Zip Code

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

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TALLAHASSEE, FLORIDA  
17 APR 11 PM 2:39

For further information concerning this matter, please call:

<u>Ivette Rodriguez</u>	at ( <u>305</u> )	<u>447-1710</u>
Name of Contact Person	Area Code	Daytime Telephone Number

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

**STREET ADDRESS:**  
Division of Corporations  
Registration Section  
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 TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:*

1. LUDOVICO HOLDINGS S.A., 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. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

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

4. \_\_\_\_\_  
 (Date first transacted business in Florida, if prior to registration.)  
 (See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 5025 Collins Avenue 1806 Miami Beach, Florida 33139  
 \_\_\_\_\_  
 (Street Address of Principal Office)

6. \_\_\_\_\_  
 \_\_\_\_\_  
 (Mailing Address)

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

Name: Daniel Fernandez, CPA  
 Office Address: 250 Catolina Avenue Suite 600  
Coral Gables, Florida , Florida 33134  
 (City) (Zip code)

**Registered agent's acceptance:**

*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 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 [Signature]  
 (Registered agent's signature)

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Fausto Bettinelli MBR  
 \_\_\_\_\_  
 Maria Pia Villosio MBR  
 \_\_\_\_\_  
 \_\_\_\_\_

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

[Signature]  
 Signature of an authorized person

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any 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.

Fausto Bettinelli  
 Typed or printed name of signee

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 TALLAHASSEE, FLORIDA  
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REPUBLIC OF PANAMA  
NOTARIAL PAPER

[Documentary stamp]

[Stamp]

[Seal]

TENTH NOTARY OF THE PANAMA CIRCUIT

PUBLIC INSTRUMENT NUMBER EIGHT THOUSAND FIVE HUNDRED SIXTY-FOUR-----

------(8,564)-----

FORMALLY AUTHENTICATING THE MINUTES OF THE SPECIAL SHAREHOLDERS' MEETING OF THE  
COMPANY LUDOVICO HOLDING S.A.-----

-----Panama, July 7, 2016-----

In the city of Panama, capital of the Republic and Seat of the Notarial Circuit of the same name, on July seven (7), two thousand sixteen (2016), before me, **RAUL IVAN CASTILLO SANJUR**, Tenth Notary Public of the Panama Circuit, personal ID card number four - one hundred fifty-seven - seven hundred twenty-five (4-157-725), personally appeared Mr. **JUAN JOSE RODRIGUEZ**, a male, of Panamanian nationality, of legal age, a resident hereat, with personal ID number eight – seven hundred ninety-one – one thousand seven hundred ninety-four (8-791-1794), a person that is known to me, who presented to me this Public Instrument for the formal authentication thereof, as I in fact do authenticate. **MINUTES OF THE SPECIAL SHAREHOLDERS' MEETING OF THE COMPANY LUDOVICO HOLDING S.A.**, according to the laws of the Republic of Panama under the rules of Law thirty-two (32), nineteen twenty-seven (1927), the formal authentication requested is carried out and copies issued as requested by the interested parties.----

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*I informed the parties appearing herein that the copy of this Public Instrument must be registered; it was read to them before the attesting witnesses, CLIFFORD BERNARD, personal ID card number one – nineteen – one thousand three hundred seventeen (1-19-1317) and TOMAS VILLARREAL, personal ID card number four – ninety-nine – one thousand eight hundred ten (4-99-1810), of legal age, residents hereat, persons that are known to me and who are capable of carrying out the commission; they found it to be in order, approved it and we all signed it in witness thereof before me, to which I attest.-----*

PUBLIC INSTRUMENT NUMBER EIGHT THOUSAND FIVE HUNDRED SIXTY-FOUR

----- (8,564) -----

(SIGNED) JUAN JOSE RODRIGUEZ-----CLIFFORD BERNARD-----TOMAS VILLARREAL-----RAUL IVAN CASTILLO SANJUR, TENTH NOTARY PUBLIC OF THE PANAMA CIRCUIT.-----

-- MINUTES OF THE SPECIAL SHAREHOLDERS' MEETING OF THE COMPANY--

-----LUDOVICO HOLDING S.A-----

In the city of Panama, Republic of Panama, at nine in the morning (9:00 AM), on July five (5), 2016, a Special Shareholders' Meeting of the company LUDOVICO HOLDING S.A., duly registered on Page 611739 of the Public Registry Mercantile Section, was held. Each holder of each company share issued and in circulation with the right to vote was represented in its totality and they waived the requirement to be previously notified of the meeting.

The meeting was chaired by Mrs. SOFIA ARGUELLO, President, in charge of the company, and Mrs. SOFIA ARGUELLO holds the position of Secretary and acted as such.-----

Once the quorum was confirmed pursuant to the Articles of Incorporation, the Secretary stated that the General Shareholders' Meeting was duly constituted and the meeting could proceed.---

Subsequently, the President called the session to order and stated that the purpose thereof were the following points:

1. To authorize changes to the company's Board of Directors, officials and directors.
2. To authorize JUAN JOSE RODRIGUEZ, a male, of Panamanian nationality, of legal age, holder of personal ID number: eight – seven hundred ninety-one – one thousand seven hundred ninety-four (8-791-1794), to carry out the legal measures and procedures related to the official authentication before the Notary and the recording hereof in the Public Registry of Panama.-----

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
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REPUBLIC OF PANAMA  
NOTARIAL PAPER

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[Stamp]

[Seal]

TENTH NOTARY OF THE PANAMA CIRCUIT

Thereupon, the following decisions were approved in a duly presented, seconded and unanimously approved motion:

-----IT IS RULED-----

ONE: The company board of directors' officials and directors shall be changed to be as follows:

1-President-Director : FAUSTO BETTINELLI

2-Secretary-Director : MARIA PIA VILLOSIO

3-Treasurer : FAUSTO BETTINELLI

4-Director : SOFIA ARGUELLO

TWO: To authorize JUAN JOSE RODRIGUEZ, a male, of Panamanian nationality, of legal age, holder of personal ID number: eight – seven hundred ninety-one – one thousand seven hundred ninety-four (8-791-1794), to carry out the legal measures and procedures related to the official authentication before the Notary and the recording hereof in the Public Registry of Panama.

With nothing further to address, the meeting was unanimously adjourned.

(SIGNED) SOFIA ARGUELLO/PRESIDENT-----SOFIA ARGUELLO/SECRETARY

-----CERTIFICATION:-----

The previously transcribed is a true and complete copy of the Minutes of the GENERAL SHAREHOLDERS' MEETING of said company, held on July five (5), 2016, each holder of each

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SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
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company share issued and in circulation with the right to vote being represented in its totality in order to issue this Certification.

(SIGNED) SOFIA ARGUELLO/ Secretary

MINUTES AUTHENTICATED BY JUAN JOSE RODRIGUEZ, PRACTICING ATTORNEY. THIS COPY AGREES WITH THE ORIGINAL THEREOF, AND I ISSUE, SEAL AND SIGN IT IN THE CITY OF PANAMA ON THE SEVENTH (7<sup>th</sup>) DAY OF THE MONTH OF JULY, TWO THOUSAND SIXTEEN (2016).

/s/ [Illegible]  
RAUL IVAN CASTILLO SANJUR

[Stamp of the Tenth Notary] - 2016

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SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
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**CERTIFICATE OF ACCURACY**

STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF DADE            )

I, Laura Romeu Ondarza, being duly sworn, depose and say:

That I am familiar with both the English and Spanish languages.

That I have made the attached translation from the annexed document in the Spanish language, consisting of 4 page(s), and I hereby certify on this 3 day of April, 2017 that the same is a true and complete translation to the best of my knowledge, ability and belief.

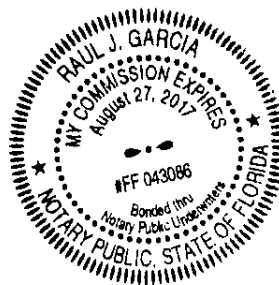
L. Ondarza  
LAURA ROMEU ONDARZA  
Phone No.: 305/322-7733  
E-mail: londarza@aol.com

Sworn and subscribed before me this 3 day of April, 2017, by Laura Romeu Ondarza, who is  personally known to me [ ] produced \_\_\_\_\_ as identification.

Emilio Garcia  
Notary Public, State of Florida

My commission expires: \_\_\_\_\_

(SEAL)



17 APR 11 PM 2:39  
STATE OF FLORIDA  
TALLAHASSEE

**Yesenia Sanchez**

---

**From:** Claudette Casal <claudettecasal@me.com>  
**Sent:** Tuesday, March 28, 2017 6:24 PM  
**To:** Yesenia Sanchez  
**Subject:** Re: Vallennialla to Mendoza

Yessie-

Please order the estoppel on standard turnaround time, but make sure it includes May 1 report. closing will likely be on May 15. Separately, we don't need a survey ordered. She has one already.  
Thank u!

*Sent from my iPhone*

On Mar 28, 2017, at 3:58 PM, Claudette Casal <claudettecasal@me.com> wrote:

Patri and Ramon-  
Please advise how you prefer to proceed...

Thank you!

*Sent from my iPhone*

On Mar 28, 2017, at 3:25 PM, Yesenia Sanchez <yesenia@ivetterodriguezlaw.com> wrote:

Good Afternoon Claudette,

Please advise if I should request the estoppel letters yet.

Standard Fee turnaround time 8-10 days \$240.00  
And Rush turnaround time 3-5 days \$335.00

We always order the standard because it is always cheaper for the seller, unless you and their agent advise otherwise.

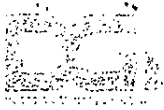
Please advise when do you think I should order so we may have it in time for closing.

Also do I order a survey for the property.

**Sincerely,**

**Yesenia Sanchez, Assistant  
IVETTE RODRIGUEZ, P.A.  
201 Alhambra Circle, Ste 500  
Coral Gables, FL 33134  
Office: 305-447-1710  
Fax: 305-447-1759  
Email: [Yesenia@IvetteRodriguezLaw.com](mailto:Yesenia@IvetteRodriguezLaw.com)**

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TALLAHASSEE, FLORIDA  
17 APR 11 PM 2:39



REPÚBLICA DE PANAMÁ  
DIRECCIÓN GENERAL DE INGRESOS

DOCUMENTO 324030014748  
ESTADO APROBADO  
FECHA 06 / 02 / 2017

FORM.324-1

CERTIFICACIÓN DE PAGO DE TASA ÚNICA

Número de Control: 39679975

Fecha de Emisión	Hora de Emisión	Fecha de Validez
06 / 02 / 2017	1:28:22 p. m.	28 / 02 / 2017

La Administración Regional de Ingresos de Panamá certifica que el Contribuyente, LUDOVICO HOLDING SA identificado con el R.U.C. 1328551-1-611739 DV:63, se encuentra al día con el Tesoro Nacional en el pago de Tasa Única, de acuerdo con las disposiciones legales vigentes.

Fundamento Legal: Artículo 218-A del Código Fiscal

CERTIFICADO DE PAGO DE TASA ÚNICA EMITIDA POR INTERNET

El presente Certificado puede ser confirmado en la Dirección General de Ingresos, por parte del interesado en nuestra página [dgi.maf.gob.pa](http://dgi.maf.gob.pa)

RESULTADOS DE LA VERIFICACIÓN

Al verificar la presente certificación, registre para su seguridad el número de confirmación asignado por el sistema y la fecha:

Fecha: \_\_\_\_\_ Número de confirmación: \_\_\_\_\_

Persona responsable de verificación del Certificado de Pago de Tasa Única:

Nombre: \_\_\_\_\_ Firma: \_\_\_\_\_

RECUERDE IMPRIMIR Y GUARDAR ESTE DOCUMENTO COMO SOPORTE DE LA EMISIÓN Y VERIFICACIÓN DEL CERTIFICADO DE PAGO DE TASA ÚNICA

Solicite su Certificado de Pago de Tasa Única por internet en [dgi.maf.gob.pa](http://dgi.maf.gob.pa)  
Este Certificado es gratis. Llame al número 507-7700 para denunciar cualquier irregularidad

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OFFICE OF THE  
SECRETARY OF FLORIDA  
TALAMON, S.E.

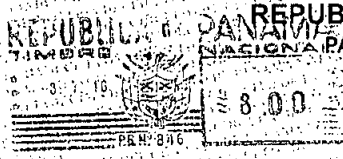
Transacciones de estado de cuenta

RUC: 1325891-1-611739DV: 63  
 Nombre o Razon Social: LUDOVICO HOLDING S A  
 Impuesto: 315-TASA UNICA Cuenta: 1-TRIBUTOS

17 APR 11 PM 2:39  
 LIBRARY OF CONGRESS

Estado de Cuenta - 20/09/2016 04:33 p.m.

Periodo	Cuota	Fecha	Documento		Saldos				Total
			Concepto	Numero	Impuesto	Interes	Multa	Recargo	
2008	1	15/07/2008			1.00	0.00	0.00	0.00	0.00
			DB. INICIAL		20.00	0.00	0.00	0.00	250.00
	1	25/03/2008	1-CR. PAGO	1001508	30.00	0.00	0.00	0.00	250.00
2009	1	15/07/2009			1.00	0.00	0.00	0.00	0.00
			DB. INICIAL		20.00	0.00	0.00	0.00	300.00
	1	20/04/2009	1-CR. PAGO	1410241	20.00	0.00	0.00	0.00	300.00
2010	1	15/07/2010			1.00	0.00	0.00	0.00	0.00
			DB. INICIAL		30.00	0.00	0.00	0.00	300.00
	1	04/02/2010	1-CR. PAGO	1416346	20.00	0.00	0.00	0.00	300.00
2011	1	15/07/2011			1.00	0.00	0.00	0.00	0.00
			DB. INICIAL		20.00	0.00	0.00	0.00	300.00
	1	14/05/2012	1-CR. PAGO	22666	20.00	0.00	0.00	0.00	300.00
2012	1	15/07/2012			1.00	0.00	0.00	0.00	0.00
			DB. INICIAL		20.00	0.00	0.00	0.00	300.00
	1	15/01/2013	1-CR. PAGO	21903	20.00	0.00	0.00	0.00	300.00
2013	1	15/07/2013			1.00	0.00	0.00	0.00	0.00
			DB. INICIAL		20.00	0.00	0.00	0.00	300.00
	1	29/12/2014	1-CR. PAGO	07714C000803357	20.00	0.00	0.00	0.00	300.00
2014	1	15/07/2014			1.00	0.00	0.00	0.00	0.00
			DB. INICIAL		20.00	0.00	0.00	0.00	300.00
	1	29/12/2014	1-CR. PAGO	07714C000803357	20.00	0.00	0.00	0.00	300.00
2015	1	15/07/2015			1.00	0.00	0.00	0.00	0.00
			DB. INICIAL		20.00	0.00	0.00	0.00	300.00
	1	15/01/2016	1-CR. PAGO	07716C0001306211	20.00	0.00	0.00	50.00	350.00
2016	1	15/07/2016			1.00	0.00	0.00	0.00	0.00
			DB. INICIAL		20.00	0.00	0.00	0.00	300.00
	1	29/07/2016	1-CR. PAGO	07716C000803614	20.00	0.00	0.00	50.00	350.00
<b>TOTAL DB</b>					<b>1.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>TOTAL CR</b>					<b>1.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>



NOTARIA DÉCIMA DEL CIRCUITO DE PANAMÁ

A continuación, a moción debidamente presentada, secundada y aprobada por unanimidad, se aprobaron las siguientes resoluciones: -----

SE RESUELVE:-----

PRIMERO: Se autoriza el cambio de la junta directiva dignatarios directores de la sociedad para que conste de la siguiente manera: ---

- 1-Presidente- Director : FAUSTO BETTINELLI -----
- 2-Secretaria- Directora: MARIA PIA VILLOSIO -----
- 3-Tesorero : FAUSTO BETTINELLI -----
- 4-Directora- SOFIA ARGUELLO -----

SEGUNDO: Autorizar al licenciado JUAN JOSE RODRIGUEZ, varón, panameño mayor de edad, portador de la cedula de identidad personal: ocho setecientos noventa y uno -mil setecientos noventa y cuatro (8-791-1794), a realizar los trámites y diligencias legales correspondientes para la Protocolización ante Notaria e inscripción de la presente acta en el registro Público de Panamá.-----

No habiendo otro asunto que tratar se dio por clausurada la reunión por unanimidad.-----

(FDOS) SOFIA ARGUELLO/PRESIDENTA---- SOFIA ARGUELLO/SECRETARIA -----

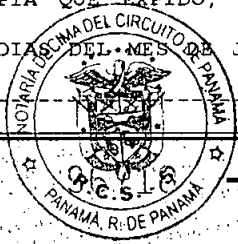
CERTIFICACION: -----

Que lo anteriormente transcrito es copia fiel e integra del Acta de Reunión de la ASAMBLEA GENERAL DE ACCIONISTAS de dicha sociedad celebrada el día cinco (5) de julio de 2016, en la cual estuvo debidamente representada la totalidad de los tenedores de todas las acciones emitidas y en circulación con derecho a voto de la sociedad para expedir la presente Certificación. -----

(FDO) SOFIA ARGUELLO/ Secretaria -----

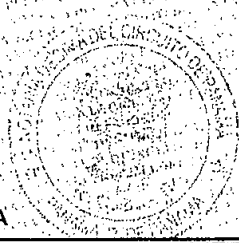
-MINUTA REFRENDADA POR LA LICDO. JUAN JOSE RODRIGUEZ, ABOGADO EN EJERCICIO. CONCUERDA CON SU ORIGINAL ESTA COPIA QUE EXPIDO, SELLO Y FIRMO EN LA CIUDAD DE PANAMA A LOS SIETE (7) DIAS DEL MES DE JULIO DE DOS MIL DIECISEIS (2016). -- LIC. RAUL A. CASTILLO JAIMA, Notario Público Décimo

*[Handwritten signature]*  
LIC. RAUL A. CASTILLO JAIMA  
Notario Público Décimo



- 2016

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NOTARIA DECIMA DEL CIRCUITO DE PANAMA

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ESCRITURA PÚBLICA NÚMERO OCHO MIL QUINIENTOS SESENTA Y CUATRO -----

----- (8,564) -----

POR LA CUAL SE PROTOCOLIZA ACTA DE LA JUNTA EXTRAORDINARIA DE ACCIONISTAS DE LA SOCIEDAD ANONIMA LUDOVICO HOLDING S.A.-----

----- Panamá, 7 de julio de 2016 -----

En la Ciudad de Panamá, Capital de la República y Cabecera del Circuito Notarial del mismo nombre, a los siete (7) día del mes de julio de mil dieciséis (2016), ante mí **RAUL IVAN CASTILLO SANJUR**, Notario Público decimo del Circuito de Panamá, con cédula de identidad personal número cuatro- ciento cincuenta y siete- setecientos veinticinco (4-157-725), Comparecio personalmente, el señor, **JUAN JOSE RODRIGUEZ**, varón, Panameño, mayor de edad, vecino de esta ciudad, con cedula de identidad personal numero ocho- setecientos noventa y uno- mil setecientos noventa y cuatro (8-791-1794), personas a quienes conozco y me presentaron para su protocolización en esta Escritura Pública, como en efecto protocolizo. **ACTA DE LA JUNTA EXTRAORDINARIA DE ACCIONISTAS DE LA SOCIEDAD ANONIMA LUDOVICO HOLDING S.A.**, con arreglo a la legislación de la Republica de Panamá, bajo las normas de la ley treinta y dos (32) de mil novecientos veintisiete (1927). Queda hecha la protocolización solicitada y se expedirán las copias que soliciten los interesados. --- Advertí a los comparecientes que la copia de esta Escritura Pública debe ser registrada y leída como les fue en presencia de los testigos instrumentales, **CLIFFORD BERNARD**, con cedula de identidad personal numero uno- diecinueve- mil treientos diecisiete (1-19-1317), y **TOMAS VILLARREAL**, con cedula de identidad personal numero cuatro- noventa y nueve- mil ochocientos diez (4-99-1810), mayores de edad, vecinos de esta ciudad, a quienes conozco y son hábiles para ejercer el cargo, la encontraron conforme, le impartieron su aprobación y firmamos todos para constancia por ante mí, que doy fe.-----

ESCRITURA PÚBLICA NÚMERO OCHO MIL QUINIENTOS SESENTA Y CUATRO-----

(8,564)

(FDOS) JUAN JOSE RODRIGUEZ---- CLIFFORD BERNARD -----TOMAS VILLARREAL----

RAUL IVAN CASTILLO SANJUR, NOTARIO PÚBLICO DECIMO DEL CIRCUITO DE  
PANAMA.

--ACTA DE LA REUNION EXTRAORDINARIA DE LA JUNTA DE ACCIONISTAS DE LA  
SOCIEDAD DENOMINADA LUDOVICO HOLDING S.A.

En la ciudad de Panamá, República de Panamá, siendo las nueve de la  
mañana (9:00 AM) del día cinco (5) de julio del 2016, se celebró una  
Reunión Extraordinaria de la Junta de Accionistas de la sociedad  
denominada LUDOVICO HOLDING S.A., sociedad anónima debidamente inscrita  
a la Folio: 611739 de la Sección de Mercantil del Registro Público.

Estuvieron presentes o debidamente representadas la totalidad de las  
acciones emitidas y en circulación con derecho a voto, quiénes  
renunciaron al requisito de convocatoria previa.

La reunión fue presidida por la señora **SOFIA ARGUELLO**, Presidenta,  
titular del cargo de la sociedad, y en ella actuó como Secretaria, la  
señora **SOFIA ARGUELLO** titular del cargo.

La Secretaria, declaró, una vez verificado el Quórum conforme el Pacto  
Social, que la Asamblea General de Accionistas estaba debidamente  
constituida y podía llevarse a cabo la reunión.

Posteriormente, la Presidenta, declaró abierta la reunión y manifestó  
que el propósito de la misma, eran los siguientes puntos:

1. Autorizar el cambio de la Junta Directiva, Dignatarios y directores  
de la sociedad.
2. Autorizar al licenciado JUAN JOSE RODRIGUEZ, varón, panameño, mayor  
de edad, portador de la cedula de identidad personal: ocho-setecientos  
noventa y uno -mil setecientos noventa y cuatro (8-791-1794), a realizar  
los trámites y diligencias legales correspondientes para la  
Protocolización ante Notaria e inscripción de la presente acta en el  
registro Público de Panamá.

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
APR 14 PM 2:40