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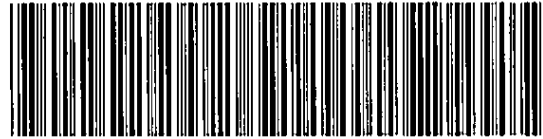
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TALLAHASSEE FLORIDA

BRUCE
JUL 15 2019

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: COLEGIO ARENALES LLC

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:

VANESSA LAGANA, PARALEGAL

Name of Person

RAUL VALDES-FAULI, P.A.

Firm/Company

355 ALHAMBRA CIRCLE, SUITE 1205

Address

CORAL GABLES, FL 33134

City/State and Zip Code

VLAGANA@RVF-LAW.COM

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

For further information concerning this matter, please call:

VANESSA LAGANA

786

870-5083

Name of Contact Person

at () 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:

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

☐ \$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

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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. COLEGIO ARENALES 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. SPAIN
(Jurisdiction under the law of which foreign limited liability company is organized)

3. _____
(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. AVENIDA DE LOS POBLADOS, 151
(Street Address of Principal Office)

6. AVENIDA DE LOS POBLADOS, 151
(Mailing Address)

MADRID, SPAIN 28025

MADRID, SPAIN 28025

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

Name: PREMIER REGISTERED AGENT INC.

Office Address: 355 ALHAMBRA CIRCLE, SUITE 1205

CORAL GABLES, 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.

(Registered agent's signature)

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8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

Title or Capacity: **Name and Address:**

☒ Manager Name: Alfonso Aguiló Pastrana

☐ Member Address: Avenida de los Poblados, 151

☐ Authorized Madrid, Spain 28025

☐ Person

☐ Other ☐ Other

☒ Manager Name: José Maria Madrid Mateo

☐ Member Address: Avenida de los Poblados, 151

☐ Authorized Madrid, Spain 28025

☐ Person

☐ Other ☐ Other

☐ Manager Name:

☐ Member Address:

☐ Authorized

☐ Person

☐ Other ☐ Other

Title or Capacity: **Name and Address:**

☒ Manager Name: Gabriel López Martín

☐ Member Address: Avenida de los Poblados, 151

☐ Authorized Madrid, Spain 28025

☐ Person

☐ Other ☐ Other

☒ Manager Name: José Maria Calonge Berzunces

☐ Member Address: Avenida de los Poblados, 151

☐ Authorized Madrid, Spain 28025

☐ Person

☐ Other ☐ Other

☐ Manager Name:

☐ Member Address:

☐ Authorized

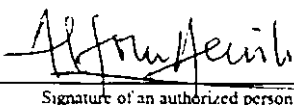
☐ Person

☐ Other ☐ Other

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

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)

10. 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.


Signature of an authorized person

ALFONSO AGUILÓ PASTRANA
Typed or printed name of signer

EL REGISTRADOR MERCANTIL DE Madrid Y SU PROVINCIA QUE SUSCRIBE, tras examinar los Libros del Archivo y la base de datos informatizada existente en este Registro Mercantil, de Madrid, con referencia a la Sociedad Solicitada en la instancia presentada bajo el asiento 33204 del Diario 18;

CERTIFICA:

1. La sociedad "**COLEGIO ARENALES SL**", sociedad unipersonal, con N.I.F. número **B85926863**, consta inscrita en este Registro, al tomo **27574**, folio **91**, sección **8.ª**, hoja **M-496929**, y se encuentra **vigente**.

2. En las inscripciones practicadas en la citada hoja, figura el consejo de administración actual de la citada sociedad, que queda compuesto por los siguientes miembros:

-**consejero y presidente**: don Alfonso Aguiló Pastrana.

-**consejero y vicepresidente**: don José María Madrid Mateo.

-**consejero y secretario**: don Gabriel López Martín.

-**consejero**: don José María Calonge Berzunces, no obstante, del Archivo Informático de este Registro resulta, que en el índice de incapacitados (L.C.) del Colegio de Registradores figura inhabilitado, incapacitado o en situación concursal.

3. No figura inscrita la disolución ni liquidación de la sociedad de la que se certifica, según este Registro.

4. No resulta del **libro diario** ningún asiento relativo a título pendiente de inscripción que afecte a los extremos de los que se certifica.

Madrid, veinte de junio de dos mil diecinueve.

Nota.-Presentada la instancia en el libro diario de certificaciones, asiento 25217/2019.

Código Identificador:



1280651025176745

CLAUSULA DE LIMITACIÓN DE EFECTOS: La certificación únicamente acredita fehacientemente el contenido de los asientos del Registro en el momento de su expedición ex art. 77 Reglamento del Registro Mercantil aprobado por el Real Decreto 1784/1996, de 19 de julio. Se hace constar expresamente que la presente certificación no podrá servir para acreditar la situación registral en el momento distinto de la fecha de expedición. Se advierte de la eventualidad de cualquier posible alteración sobrevenida en la hoja registral por asientos practicados con posterioridad y que puedan afectar a la vigencia o contenido de aquello de lo que se certifica. La existencia misma de la entidad, la vigencia y contenido de las facultades de sus representantes pueden haberse alterado sustancialmente con posterioridad. En ningún caso pueden entenderse que el representante de la persona jurídica puede vincular a ésta con terceros, por lo que resulte de este certificado cuando el mismo esté caducado por falta de actualización y de conformidad con lo establecido en el artículo 7.4 de la Ley 59/2003, de 19 de diciembre, de firma electrónica.-

Expido la presente en Madrid, a 20 de Junio de 2019.

..... ADVERTENCIAS

A los efectos del Reglamento General de Protección de Datos 2016/679 del Parlamento Europeo y del Consejo, de 27 de abril de 2016, relativo a la protección de las personas físicas en lo que respecta al tratamiento de datos personales y a la libre circulación de estos datos (en adelante, "RGPD"), queda informado:

- De conformidad con lo dispuesto en la solicitud de publicidad registral, los datos personales expresados en la misma han sido y serán objeto de tratamiento e incorporados a los Libros y archivos del Registro, cuyo responsable es el Registrador, siendo el uso y fin del tratamiento los recogidos y previstos expresamente en la normativa registral, la cual sirve de base legitimadora de este tratamiento.

- Conforme al art. 6 de la Instrucción de la Dirección General de los Registros y del Notariado de 17 de febrero de 1998, el titular de los datos queda informado que los mismos serán cedidos con el objeto de satisfacer el derecho del titular de derecho/s inscritos en el Registro a ser informado, a su instancia, del nombre o de la denominación y domicilio de las personas físicas o jurídicas que han recabado información respecto a su persona o bienes.-

- El periodo de conservación de los datos se determinará de acuerdo a los criterios establecidos en la legislación registral, resoluciones de la Dirección General de los Registros y del Notariado e instrucciones colegiales. En el caso de la facturación de servicios, dichos periodos de conservación se determinarán de acuerdo a la normativa fiscal y tributaria aplicable en cada momento. En todo caso, el Registro podrá conservar los datos por un tiempo superior a los indicados conforme a dichos criterios normativos en aquellos supuestos en que sea necesario por la existencia de responsabilidades derivadas de la prestación servicio.-

- La información puesta a su disposición es para su uso exclusivo y tiene carácter intransferible y confidencial y únicamente podrá utilizarse para la finalidad por la que se solicitó la información. Queda prohibida la transmisión o cesión de la información por el usuario a cualquier otra persona, incluso de manera gratuita.-

- De conformidad con la Instrucción de la Dirección General de los Registros y del Notariado de 17 de febrero de 1998 queda prohibida la incorporación de los datos que constan en la información registral a ficheros o bases informáticas para la consulta individualizada de personas físicas o jurídicas, incluso expresando la fuente de procedencia.-

En cuanto resulte compatible con la normativa específica y aplicable al Registro, se reconoce a los interesados los derechos de acceso, rectificación, supresión, oposición, limitación y portabilidad establecidos en el RGPD citado, pudiendo ejercitarlos dirigiendo un escrito a la dirección del Registro. Del mismo modo, el usuario podrá reclamar ante la Agencia Española de Protección de Datos (AEPD): www.agpd.es. Sin perjuicio de ello, el interesado podrá ponerse en contacto con el delegado de protección de datos del Registro, dirigiendo un escrito a la dirección dpo@corpme.es

.....

Este documento ha sido firmado con firma electrónica reconocida por MIGUEL DE SEOANE DE LA PARRA Registrador de MERCANTIL DE MADRID a 21 de junio de 2019.



(*) C.S.V. : 1280652732266920

Servicio Web de Verificación: <https://www.registradores.org/csv>

(*) Código Seguro de Verificación: este código permite contrastar la autenticidad de la copia mediante el acceso a los archivos electrónicos del órgano u organismo público emisor. Las copias realizadas en soporte papel de documentos públicos emitidos por medios electrónicos y firmados electrónicamente tendrán la consideración de copias auténticas siempre que incluyan la impresión de un código generado electrónicamente u otros sistemas de verificación que permitan contrastar su autenticidad mediante el acceso a los archivos electrónicos de la Administración Pública, órgano o entidad emisora. (Arts. 30.5 de la Ley 11/2007 y 45b del RD 1671/09).

THE UNDERSIGNING COMMERCIAL REGISTRAR OF Madrid AND ITS PROVINCE, after examining the Books of the Archive and the computerized database that exists in this Commercial Registry, of Madrid, in connection to the Requested Company in the application presented under the entry 33204 of the Daybook 18;

CERTIFIES:

1. That the company "**COLEGIO ARENALES SL**", single-member company, with tax identification number **B85926863**, is registered with this Registry, in volume **27574**, folio **91**, section **8**, page **M-49629**, and it is in **good standing**.

2. The current board of directors of the aforementioned company appears in the entries of this page, and it is composed by the following members:

- **Counselor and President:** Mr. Alfonso Aguiló Pastrana.
- **Counselor and Vice-president:** Mr. José María Madrid Mateo.
- **Counselor and Secretary:** Mr. Gabriel López Martín.
- **Counselor:** Mr. José María Calonge Berzunces. Nevertheless, in the disabled index of the School of Registrars, which figures in the computerized File of this Registry, he appears to be disabled, disqualified or in bankruptcy.

3. According to this Registry, there is no record of the winding-up or liquidation of the aforementioned company.

4. The **daybook** does not contain any entries concerning documents pending registration in connection with the details being certified in this certificate.

Madrid, June twentieth two thousand and nineteen.

Note: The application was filed in the daybook of certificates, with entry number 2521/2019.

Identifying code: [bar code] 1280651025176745

LIMITATION OF PURPOSES CLAUSE: The certification solely certifies the content of the entries of the Registry in the moment of its issuance ex Art. 77 of the Commercial Registry Regulations, approved by the Royal Decree 1784/1996, of July 19th. It is expressly stated that this certification will not be able to certify the commercial situation at a time different to the issuance date. It warns of the eventuality of any possible alteration overlapped in the registration form by subsequent entries, which could affect the validity or content of what is certified. The existence of the entity, as well as the validity and content of the powers of its representatives could have been altered substantially afterwards. Under no circumstances may it be understood that the representative of the legal entity can link the latter to third parties, from what results from this certificate when it expires due to lack of updating and in accordance with the provisions of Article 7.4 of the Law 59/2003, of December 19th, of electronic signature.-

I issue this certificate in Madrid, on June 20th 2019.

.... **WARNINGS**

It is reported that for the purposes of the General Data Protection Regulation 2016/679 of the European Parliament and of the Council of April 27th 2016, on the protection of natural persons with regards to the processing of personal data and its free circulation (hereinafter, "RGPD"):

- In accordance with the provisions of the application for registration advertising, the personal data that appear therein have been and will be subjected to processing as well as incorporated to the Books and archives of the Registry, whose person in charge is the Registrar, being the use and purpose of its processing, those collected and expressly provided in the registration regulations, which serve as the basis for legitimizing its processing.

- In accordance with art. 6 of the Instruction of the General Directorate of Registries and Notaries of February 17th, 1998, the owner of the data is informed that they will be assigned in order to satisfy the right of the owner of the property/s registered in the Registry to be informed, at its request, of the name and address of the natural or legal persons that have gathered information regarding their person or property.

- The period of conservation of the data will be determined according to the criteria established in the registry legislation, resolutions of the General Directorate of Registries and Notaries and collegiate instructions, and in the case of billing of services, in accordance with the tax legislation applicable at all times. In any case, the Registry may keep the data for a longer time than the indicated according to these criteria, when it is necessary due to the existence of responsibilities derived from the provision of the service.

- The information made available is for exclusive, non-transferable and confidential use and may only be used for the purpose for which the information was requested. The user is prohibited from transferring or assigning the information to any other person, even if it is free of charge.

- In accordance with the Instruction of the General Directorate of Registries and Notaries of February 17th, 1998, it is prohibited to introduce data that appears in the registry information into files or computerized databases for an individualized consultation of natural or legal persons, even if the source has been provided.

As soon as it is compatible with the specific regulations applicable to the Registry, the interested parties are granted the rights of access, rectification, suppression, opposition, limitation and portability established in the aforementioned RGPD, being able to exercise them through a letter to the address of the Registry. In the same way, the user will be able to claim before the Spanish Agency of Data Protection (AEPD): www.agpd.es. Notwithstanding the foregoing, the interested party may contact the data protection officer of the Registry, writing a letter to the address: dpo@corpme.es

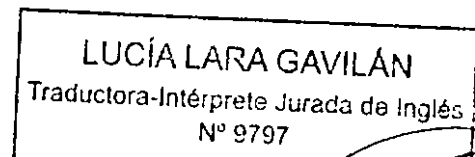
.....
This document has been signed with an electronic signature recognized by MIGUEL DE SEOANE DE LA PARRA COMMERCIAL Registrar OF MADRID, on June 21st 2019.

[Bar code]

(*) S.V.C.: 1280652732266920

Web Verification Service: <https://www.registradores.org/csv>

(*) Secure Verification Code: this code allows to contrast the authenticity of the copy



through the access to electronic files of the issuing public body. The paper copies of public documents issued by electronic means and signed electronically will be considered authentic copies as long as they include a printed electronically generated code or other verification systems that allow to contrast its authenticity through access to the electronic archives of the Public Administration, organ or issuing entity. (Articles 30.5 of the Spanish Law 11/2007 and 45b of the Royal Decree 1671/09).



LUCÍA LARA GAVILÁN
Traductora-Intérprete Jurada de Inglés
Nº 9797

Doña Lucía Lara Gavilán, Traductora-Intérprete Jurada de inglés nombrada por el Ministerio de Asuntos Exteriores y de Cooperación, certifica que la que antecede es una traducción fiel y completa al inglés de un documento redactado en castellano.
En Madrid, a 26 de junio de 2019.

Ms. Lucía Lara Gavilán, Sworn English Translator and Interpreter, appointed by the Spanish Ministry of Foreign Affairs and Cooperation, hereby certifies that this document is an accurate and complete translation into English of a document written in Spanish.
In Madrid, on June 26th 2019.