

MA1000013211

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

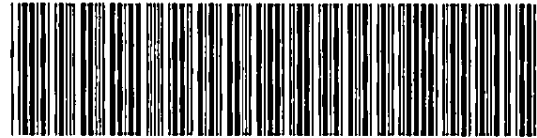
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



800374041858

09/29/21--01010--030 \*\*130.00

2021 SEP 29 PM 4:05

FILED

Saf  
10/7/21

f

COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: CASA DE REPRESENTACIONES JMW CA, 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:

JAD MOHAMED WAKED HAMMOUND

Name of Person

CASA DE REPRESENTACIONES JMW CA, LLC

Firm/Company

12486 SW 54TH ST

Address

MIRAMAR, FL 33027

City/State and Zip Code

jadwaked@jmw.com,ve

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

For further information concerning this matter, please call:

JAD MOHAMED WAKED HAMMOUND

754

707-4778

at ( )

Name of Contact Person

Area Code

Daytime Telephone Number

Mailing Address:

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Street Address:

Registration Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

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

2021 SEP 29 PM 4:05

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. CASA DE REPRESENTACIONES JMW CA, 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. FALCON STATE, VENEZUELA

(Jurisdiction under the law of which foreign limited liability company is organized)

3. (P.E.I. number, if applicable)

4. SEPTEMBER 15, 2021

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

5. 12486 SW 54TH ST  
(Street Address of Principal Office)

6. 12486 SW 54TH ST  
(Mailing Address)

MIRAMAR, FL 33027

MIRAMAR, FL 33027

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

Name: JAD MOHAMED WAKED HAMMOUD

Office Address: 12486 SW 54TH ST

MIRAMAR, Florida 33027  
(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.

Jad Waked (Sep 15, 2021 15:40 CDT)

(Registered agent's signature)

2021 SEP 29 PM 4:05

09/29/2021

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]:

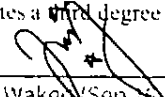
<u>Title or Capacity:</u>	<u>Name and Address:</u>	<u>Title or Capacity:</u>	<u>Name and Address:</u>
<input type="checkbox"/> Manager	Name: JAD M WAKED H <u>HAMMOND</u>	<input checked="" type="checkbox"/> Manager	Name: AILIN CARNEVALI
<input checked="" type="checkbox"/> Member	Address: 12486 SW 54TH ST	<input type="checkbox"/> Member	Address: 12486 SW 54TH ST
<input type="checkbox"/> Authorized	MIRAMAR, FL 33027	<input checked="" type="checkbox"/> Authorized	MIRAMAR, FL 33027
Person		Person	
<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other
<input type="checkbox"/> Manager	Name:	<input type="checkbox"/> Manager	Name:
<input type="checkbox"/> Member	Address:	<input type="checkbox"/> Member	Address:
<input type="checkbox"/> Authorized		<input type="checkbox"/> Authorized	
Person		Person	
<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other
<input type="checkbox"/> Manager	Name:	<input type="checkbox"/> Manager	Name:
<input type="checkbox"/> Member	Address:	<input type="checkbox"/> Member	Address:
<input type="checkbox"/> Authorized		<input type="checkbox"/> Authorized	
Person		Person	
<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other
<input type="checkbox"/> Manager	Name:	<input type="checkbox"/> Manager	Name:
<input type="checkbox"/> Member	Address:	<input type="checkbox"/> Member	Address:
<input type="checkbox"/> Authorized		<input type="checkbox"/> Authorized	
Person		Person	
<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other

2021 SEP 29 PM 4:05

**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.

  
\_\_\_\_\_  
Jad Waked H (Sep 15, 2021 15:40 (1))  
Signature of an authorized person  
  
JAD M WAKED H  
\_\_\_\_\_  
Typed or printed name of signer

# **CASA DE REPRESENTACIONES JMW CA, LLC**

PROOF THAT THE COMPANY IS ACTIVE

ENGLISH AND SPANISH

2021 SEP 29 PM 4:05

2021 SEP 29

BOLIVARIAN REPUBLIC OF VENEZUELA

**SENIAT**

No VOUCHER: 201903D00000039678248

**SINGLE REGISTRY OF TAX INFORMATION (RIF)**

J412361171 CASA DE REPRESENTACIONES IMW. CA REGISTRATION DATE: 01/29/2019

TAX RESIDENCE: AV BOLIVAR LOCAL No 5 SECTOR CENTRO DE PUNTO FIJO LAST AUTHORIZATION DATE: 03/15/2021

PUNTO FIJO FALCON POSTAL ZONE L 4101 DUE DATE: 03/15/2024

REGIONAL MANAGEMENT OF INTERNAL TAXES  
WESTERN CENTRAL REGION

3412361171- IPT  
AUTHORIZED SIGNATURE

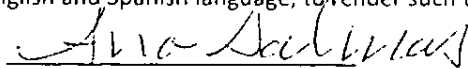
CODE QR

Condition: Ordinary taxpayer of: The contribution of this taxpayer requires the withholding of 75% of the tax caused, unless it incurs in the assumptions established for the withholding of 100%

The validity of this voucher must be verified through the address [www.seniat.gob.ve](http://www.seniat.gob.ve) On-line systems using the option "check RIF voucher. Does not require a wet seal

**Certification of translator's competence**

I, Ana G Salinas hereby certify that the above is accurate English translation of the original in Spanish language, and that I am competent in both English and Spanish language, to render such translation.



Signature of the translator

Ana G Salinas 10191 W SAMPLE RD CORAL SPRINGS, FL 33065

Telephone (954) 274-8104

Date 08/31/2021

2021 SEP 29 PM 4:05

1111000



N° COMPROBANTE: 201903D0000039678284

### REGISTRO ÚNICO DE INFORMACIÓN FISCAL (RIF)

J412361171 CASA DE REPRESENTACIONES JMW CA

FECHA DE INSCRIPCIÓN: 29/01/2019

DOMICILIO FISCAL AV BOLIVAR LOCAL NRO 5 SECTOR CENTRO DE PUNTO FIJO  
PUNTO FIJO FALCON ZONA POSTAL 4101

FECHA DE ÚLTIMA ACTUALIZACIÓN: 15/03/2021

FECHA DE VENCIMIENTO: 15/03/2024

GERENCIA REGIONAL DE TRIBUTOS INTERNOS  
REGIÓN CENTRO OCCIDENTAL

3412361171-IPT  
FIRMA AUTORIZADA



**Condición: Contribuyente Ordinario del IVA:** La condición de este contribuyente requiere la retención del 75% del impuesto causado, salvo que incurra en los supuestos establecidos para la retención del 100%.

La validez de este Comprobante debe verificarse a través de la dirección [www.seniat.gob.ve](http://www.seniat.gob.ve), Sistemas en Línea mediante la opción 'Consulta Comprobante Digital RIF'. No requiere sello húmedo.

2021 SEP 29 PM 4:05

2021 SEP 29

# **CASA DE REPRESENTACIONES JMW CA, LLC**

CONSTITUTION DOCUMENT

ENGLISH AND SPANISH

2021 SEP 29 PM 4:05

2021 SEP 29



SHIELD

## BOLIVARIAN REPUBLIC OF VENEZUELA

\*\*\* MINISTRY OF POPULAR POWER FOR INTERNAL RELATIONS AND JUSTICE \*\*\*

**AUTONOMOUS SERVICE OF RECORDS AND  
NOTARIES.  
SECOND COMMERCIAL REGISTRY OF  
THE FOLCON STATE**

RM No. 343  
208 ° and 159

Attorney SORAYA CARLINA VIVAS TORO., COMMERCIAL REGISTRAR II ( E )

### CERTIFIES

That the Commercial Registry entry transcribed below, the original of which is registered in Volume: **3-A MERCANTILE REGISTRAR II OF THE FALCON STATE OF THE CARIRUBANA MUNICIPALITY**. Number: 16 of the year 2016, as well as the Participation, Note and Document that are copied immediately are faithful transfer of their originals, which are of the following tenor:

**343-18764**

THIS FOLIO BELONGS TO:  
CASA DE REPRESENTACIONES JMW, C.A  
File number: 343-18764

2021 SEP 29 PM 4:05

7:31:00

CITIZEN

SECOND COMMERCIAL REGISTRAR OF THE JUDICIAL CIRCUNSCRIPTION FALCON STATE

His office.

I, **CLAUDIA MENDEZ**, of legal age, holder of Identity card number V- 14.479.161 practicing lawyer, registered in the Social Security Institute of the lawyer (IPSA) under number 111.810 and registered in this city, acting in this act sufficiently authorized by the Twenty-Second Closing of the Statutory Constitutive Document of the Mercantile Society in formation "**CASA DE REPRESENTACIONES JMW, C.A**" before you with the permission of the style I happen to expose:

In order to comply with the provisions of the first contribution of article 215 of the Code of Commerce, I enclose in original the necessary precautions to legally establish the company indicated above, consisting of the following documents: 1) Constitutive Act and Bylaws. 2) Inventory of real estate and 3) Rights by company name

It is Justice that I wait in the city of Punto Fijo on the date of its presentation before the reactive Mercantile Registry

by: **CASA DE REPRESENTACIONES JMW, C.A**

SIGNED

Attorney **CLAUDIA MENDEZ**

2021 SEP 29 PM 4:05

2021 SEP 29

SHIELD

## BOLIVARIAN REPUBLIC OF VENEZUELA

\*\*\* MINISTRY OF POPULAR POWER FOR INTERNAL RELATIONS AND JUSTICE \*\*\*

AUTONOMOUS SERVICE OF RECORDS AND  
NOTARIES.  
SECOND COMMERCIAL REGISTRY OF  
THE FALCON STATE

RM No. 343  
208 ° and 159 °

Carirubana Municipality January 24, 2019

By presented the previous participation. Once the requirements of the Law have been fulfilled, register in the Mercantile Registry together with the document presented; fix and publish the respective setting; form the Company file and file the original together with the copy of the Statutes and other accompanying collections. Issue the publication copy. The previous document drawn up by the Attorney **CLAUDIA DAIRELYS MENDEZ DE MORENO IPSA No: 111810**, is registered in the Commercial Registry under the number, **16, TOMO -3-A. MERCANTILE REGISTRAR II OF THE FALCON STATE OF THE CARIRIBAN MUNICIPALITY** Rights paid **BS: 2.510.25** According to RM Form No. **34300110408**, Bank No. **21389013958** By **BS: 2,500.03**. The identification was made as follows: **CLAUDIA DAIRELYS MENDEZ DE MORENO, C.I: V-14.479.161**.  
Reviewing Attorney: **SORAYA CARLINA VIVAS TORO**

Commercial Registrar II (E)

Signed. Attorney SORAYA CARLINA VIVAS TORO

THIS PAGE BELONGS TO:  
CASA DE REPRESENTACIONES JMW,, C.A  
File number: 343-18764  
CONST

2019 SEP 29 PM 4:05

We, **JAD MOHAMMED WAKED HAMMOUD AND JIHAD HAMMOUD DE WAKED**, Venezuelans, of legal age, merchants, the first single and the second married, holders of identity cards numbers **V26.463.676** and **V-15.785.B96** respectively, registered in their order under the Tax Information Registry under the numbers **V264636767** and **V 157858960**, domiciled in the City of Punto Fijo, Carirubana Municipality of the Falcón State, by means of this document **WE DECLARE**: That we have agreed to constitute, as in effect we constitute, a mercantile company, The legal nature of which will be that of a Public Limited Company, which will be governed by the pertinent legal provisions, as well as by this Articles of Incorporation, which has been drafted broadly to serve as the Bylaws. Said Articles of Incorporation and Bylaws are contained within the content of the following clauses:

#### **FIRST CHAPTER**

##### **NAME, PURPOSE, ADDRESS AND DURATION**

**FIRST**: The Company will be called "**CASA DE REPRESENTACIONES JMW CA**"

**SECOND** 'The Main Object of the Company will be a representative house of pharmaceutical specialties, marketing, supply, distribution, purchase, sale, storage, import, export and representation of pharmaceutical products, Medicines for human and veterinary use, biological products and hospital supplies, medical-surgical, dental and reagent equipment and material, plates, products, cosmetics, food and articles or equipment that are related to it, duly registered with THE MINISTRY OF POPULAR POWER FOR LA SALUD (MPP, S), the representation of brands and weapons, both national and foreign, complying with the law of the practice of pharmacy and its regulations and everything related to the branch of the main object, this list is merely illustrative, but non-limiting or restrictive and consequently the company may dedicate itself to any other activity or business of legal commerce related or not with the main purpose of the company.

**THIRD**: The domicile of the company will be at Avenida Bolívar, between Progreso and Altagracia, local No. 5, Punto Fijo - Falcón State, without prejudice to the fact that the company may establish offices, agencies or branches in

2021 SEP 29 PM 4:05

11:00

in any other place within and / or outside the national territory according to the decision of the General Assembly of Shareholders.

**FOURTH:** The duration of the company will be fifty (50) years, counted from the day of its registration in the Mercantile Registry.

## **CHAPTER TWO**

### **OF THE SHARE CAPITAL AND ITS SHARES**

**FIFTH:** The capital of the company is the amount of **TWO HUNDRED,**

**FIFTY THOUSAND SOVEREIGN BOLIVARS (Bss. 250,000.00)**, divided into **TWO THOUSAND FIVE HUNDRED (2500)** nominative, equal, non-convertible pruner shares, with a face value of **ONE HUNDRED SOVEREIGN BOLIVARS (Bss 100.00)** each, which It is distributed as follows: the citizen **JAD MOHAMMED WAKED HAMMOUD**, subscribes **ONE THOUSAND TWO HUNDRED FIFTY (1250)** shares, with a nominal value of **ONE HUNDRED SOVEREIGN BOLIVARS (Bs. 100.00)** each, representing **FIFTY PERCENT (50%)** of the total, and the citizen **JIHAD HAMMOUD DE WAKED**, subscribes **THOUSAND TWO HUNDRED FIFTY (1,250)** shares, with a nominal value of **ONE HUNDRED SOVEREIGN BOLIVARS (Bs. 100.00)** representing **FIFTY PERCENT (50%)** of the entire capital stock of the Company. The capital has been fully subscribed and paid in one hundred percent (100%) of its value, as recorded in the inventory that is attached to this document. The shareholder's liability is limited to the sum of the capital subscribed by each one.

**SIXTH:** The titles of the shares will contain the enunciations provided for in the current Commercial Code and will be signed by the President of the Company. Said titles may represent one or more shares, as provided by the General Shareholders' Meeting, and will be listed with the Company's seal.

**SEVENTH:** the shares are Indivisible for the Company and give their holders equal rights and obligations, each of them represents a vote in Assemblies. In the event of the transfer of shares, the provisions of the current Commercial Code shall be complied with; In other words, the shareholders will always have preference to acquire the share or shares that are going to be assigned, sold or transferred; being null and without effect for the Company the assignments, sales or transfer of shares made

2021 SEP 29 PM 4:05

2021 SEP 29

to third parties without first having been offered in writing to the other shareholders, and without the prior formal consent of the shareholders representing at least sixty percent (60%) of the Capital Stock, It is expressly established that any term that is necessary to make any offer, payment or other type of transaction, will be thirty (30) continuous days, counted from the date of its notification by written.

**EIGHTH:** In cases of capital increase, or sale of. & Shares, shareholders will have a preferential right to subscribe the new shares that are issued, or those that are put up for sale, in proportion to the number of shares. that they own by the date the increase is approved or the sale is decided, In the event of a capital increase, the subscription of the new shares must be made under the terms and conditions decided by the respective Shareholders' Meeting and in the event of sale of shares, the selling shareholder must notify the conditions of sale to the other shareholders, through the Chairman, and the interested parties will have a period of twenty (20) days counted from said notification, to express their decision or not to purchase. If no shareholder exercises his preferential right, the shares may be subscribed or sold to third parties. In any case, the refusal to exercise the preferential right must necessarily be in writing.

### **CHAPTER THREE**

#### **OF THE ADMINISTRATION**

**NINTH:** The direction and administration of the Company will be in charge of a board of directors, composed of two (2) members, they will be called **PRESIDENT and VICE-PRESIDENT**; who may or may not be shareholders and will be elected by the General Assembly of shareholders for a period of ten (10) years, and may be re-elected; In the case of fulfilling the respective period and the General Assembly of Shareholders does not designate or the new people to occupy the positions, the members of the Board of Directors will continue in the exercise of their functions. The General Assembly of Shareholders has the power to remove and replace the members of the board of directors, as well as any other official, and at any time the number of them may vary as it deems appropriate. The members of the board of directors, or

2021 SEP 29 PM 4:06

2021 SEP 29

Some shareholder for them, will deposit ten (10) shares of the company, to comply with article 244 of the Commercial Code.

**TENTH:** The board of directors will meet whenever the interest of the company requires it by summons, verbally or in writing, to any of its members.

**ELEVENTH:** The President and Vice President **jointly and separately** will have the broadest powers of administration and disposition of the Company without any limitation and in particular the following:

- 1) Comply with and enforce the decisions and agreements of the General Shareholders' Meeting.
- 2) Appoint and remove the personnel at the service of the company, designating their powers and duties: to set salaries, bonuses, commissions and other remuneration.
- 3) Represent the company judicially in all matters in which it has an interest. with powers to agree, compromise, desist, compromise in arbitrators and make bids in auctions on behalf of the company. Likewise, you can sign all the contracts in which the company has an interest.
- 4) To represent the Company by being cited in all acts where it acts as a defendant or plaintiff. It may also appoint legal and extrajudicial, disposition, administration and especially customs representatives, by granting powers of attorney, being able to attribute powers to them to sue, be summoned, notified or intimidated, agree to compromise, desist, receive amounts of money and grant the corresponding settlements; make positions in judicial auctions, engage in arbitrators and grant them any power that protects the rights and interests of society.
- 5) Buy, sell, exchange, lease, transfer and assign movable and immovable property, as well as rights of all kinds in the conditions and modalities that interest the company's businesses.
- 6) Sign the titles containing the shares.
- 7) Sign the transfers of the shares in the shareholders' book.
- 8) Call the General Shareholders' Meetings.
- 9) Preside over the General Shareholders' Meetings
- 10) Form the budget for ordinary expenses of the company.

2021 SEP 29 PM 4:06

000000

11) Exercise broad surveillance and control of the business, accounting and operations of the company.

12) Present to the general meeting of shareholders the balance sheet and account cut-off together with the report of the commissioner, in which the detailed estimate of the respective fiscal year is made.

3) Open, mobilize and close both national and foreign bank accounts: withdraw money from them by means of checks and payment orders, sign checks and bills of exchange, promissory notes and credit instruments of any nature, deposit money or checks in them endorsed for collection; issue, pounds, endorse, accept, assign, endorse cancel, protest and discount bills of exchange, promissory notes, checks and letters of credit,

14) Give consent for the sale, lease, mutual, loan, exchange of movable or immovable property of any nature, whatever its amount, as well as to grant, request and contract loans of any kind.

15) Represent the Company before public bodies, State companies and before individuals and third parties. in everything that involves the interests of the Company.

#### **CHAPTER FOUR**

#### **OF THE ASSEMBLIES.**

**TWELFTH:** Decisions taken at the general meeting of shareholders regularly constituted within the limits of their powers determined in this statutory charter, shareholders who do not attend personally, will have the right to be represented at the meetings, constituting for that purpose the proxy representative by means of a power of attorney. . Each shareholder will have the right to as many votes as the shares he owns or represents. The general shareholders' meeting will meet at the corporate headquarters once a year, on any day of the first quarter of the year, on a date determined by the board of directors. Shareholders 'decisions will be made for a number of shares representing more than five percent (75%) of the capital stock: the powers of the general shareholders' meeting are:

2021 SEP 29 PM 4:06

SEP 29 2021



- 1) Examine, approve or disapprove the relationship of the operations, the balance sheet with a view to the report of the state of the company that the commissioner must present.
- 2) Appoint and remove the commissioner.
- 3) Establish remuneration to be given to the members of the board of directors and the commissioner.
- 4) Approve or reform the projects on profit sharing.
- 5) Resolve any matter that for its deliberation is submitted by the board of directors.
- 6) Exercise and comply with all demands, powers and duties
- 7) determined in this statutory constitutional act and in the commercial code.
- 8) Other attributions established by law.

The extraordinary general meeting of shareholders will meet whenever the members of the board of directors deem it necessary or when requested by a number of shareholders representing twenty percent (20%) of the capital stock, through public calls by the press with for at least eight (8) continuous days in advance of the date set for the meeting. In each call the purpose of the meeting and any deliberation on the object not expressed in said call will be indicated,

Failure to call will be covered by the presence of all the shareholders. If the day set for the meeting is not sufficiently represented, the provisions of article 276 of the commercial code will be followed. Of the meetings of the assemblies, a minute will be drawn up that will be signed by all those present, it will contain the name of the concurrent shareholder with the shares they represent, the actions and measures agreed.

## **CHAPTER FIVE**

### **OF THE COMMISSIONER**

**THIRTEENTH:** The company will have a commissioner appointed by the Shareholders' Meeting, who will last five (50) years in the exercise of his functions, but he must remain in charge of his position until he is reelected or replaced by the Shareholders' Meeting; he may be

27 SEP 29 PM 4:06

re-elected or replaced early, he will have the attributions and duties established in the Commercial Code and must present his report each year to the Ordinary General Assembly of Shareholders as established by law.

## **CHAPTER SIX**

### **BALANCE SHEET, EARNINGS AND RESERVES**

**FOURTEENTH**: The fiscal year of the company will begin on the first (01) of January and will end on the thirty-one (31) of December of each year, the duration of the first fiscal year will be from the date of registration of the present Articles of Incorporation in the Mercantile Registry, until the thirty-first (31) of December of two thousand and nineteen (2019).

**FIFTEENTH**: The following contributions will be made of the net profits:

A.- The amounts necessary for the payment of obligations derived from national labor laws.

B, - The items corresponding to the legal reserve, which will be ten percent (10%) until reaching a fund of ten percent (10%) of the capital stock, the rest may be distributed in the form of shares among the shareholders in a timely manner. and amounts in each case designated by the General Assembly.

C.- The unclaimed profits will not accrue any interest.

## **CHAPTER SEVEN**

### **OF THE SETTLEMENT**

**SIXTEENTH**: The company will be dissolved for any of the causes determined by the Code of Commercial in its article 340.

**SEVENTEENTH**: The general meeting of shareholders that agrees the liquidation of the company must elect two (2) liquidators, who will have the powers determined by the same meeting, or in default by the commercial code.

**EIGHTEENTH**: The proceeds of the liquidation, once the creditors have been paid, will be distributed among the shareholders in proportion to the number of shares they own. When the distribution is made, the liquidator (s) shall call a meeting for the approval of the final accounts.

2021  
FEB 28  
PM 4:06

## FINAL PROVISIONS

**TWENTIETH:** In accordance with the provisions of Article 247 of the Commercial Code, the position of President is appointed to the citizen: JÁD MOE MMED WAKED HAMMOUD and Vice President to the citizen: JIHAD HAM OUD DE WAKED, identified above.

**TWENTY-SECOND:** And we, the previously identified ones, declare under oath that the Capitals, assets, values or titles with which we constitute our company come from legitimate commercial activities in compliance with the provisions of the Organic Law against Organized Crime and Terrorism Financing and the Organic Law on Drugs.

signed


2021 SEP 29 PM 4:06

CARIRUBAN MUNICIPALITY, JANUARY 24 OF THE YEAR TWO THOUSAND NINETEEN (SIGNED.)  
**CLAUDIA DAIRELYS MENDEZ DE MORENO**, Attorney **SORAYA CARLINA VIVAS TORO** THIS  
CERTIFIED PUBLICATION COPY IS ISSUED ACCORDING TO SHEET No: **343.2019.1.540**

Signed. Attorney SORAYA CARLINA VIVAS TORO  
**Commercial Registrar II (E)**

Certification of translator's competence

I, Ana G Salinas hereby certify that the above is accurate English translation of the original in Spanish language, and that I am competent in both English and Spanish language, to render such translation.



Signature of the translator

Ana G Salinas 10191 W SAMPLE RD CORAL SPRINGS, FL 33065

Telephone (954) 274-8104

Date 08/31/2021