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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 11 2024

K. Brumbley

Incorporating Services, Ltd.

1540 Glenway Drive
Tallahassee, FL 32301
850.656.7956
Fax: 850.656.7953
www.incserv.com
e-mail: accounting@incserv.com



ORDER FORM

TO Florida Department of State
The Centre of Tallahassee
2415 North Monroe Street, Suite 810
Tallahassee, FL 32303
corphelp@dos.myflorida.com
850-245-6051

FROM Melissa Moreau
mmoreau@incserv.com
850.656.7953

REQUEST DATE 3/8/2024

PRIORITY Regular Approval

OUR REF # (Order ID#) 1235288

ORDER ENTITY

ATLAS RENEWABLE ENERGY IBEROAMERICA, S.L.U., LLC

PLEASE PERFORM THE FOLLOWING SERVICES:

ATLAS RENEWABLE ENERGY IBEROAMERICA, S.L.U., LLC (FL)

File the attached foreign qualification document

NOTES:

\$125.00 Authorized

RETURN/FORWARDING INSTRUCTIONS:

ACCOUNT NUMBER: I20050000052

Please bill the above referenced account for this order.

If you have any questions please contact me at 656-7956,

Sincerely,

A handwritten signature in black ink, appearing to be "MM" or similar initials.

Please bill us for your services and be sure to include our reference number on the invoice and courier package if applicable. For UCC orders, please include the thru date on the results.

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Atlas Renewable Energy Iberoamerica, S.L.U. 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:

Maria Paula Navarro

Name of Person

TMF USA INC

Firm/Company

80 SW 8TH ST SWITE 2900

Address

MIAMI, FL 33130

City/State and Zip Code

cosec@tmf-group.com

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

For further information concerning this matter, please call:

Maria Paula Navarro

305

3771200

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

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. Atlas Renewable Energy Iberoamerica, S.L.U., 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. (F.E.I. 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. Calle Pinar, 7, 5th Floor - left
(Street Address of Principal Office)

28006 - Madrid (Spain)

6. Calle Pinar, 7, 5th Floor - left
(Mailing Address)

28006 - Madrid (Spain)

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

Name: Univeresal Registered Agents, Inc.

Office Address: 1317 California Street

Tallahassee, Leon County, Florida 32304
(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.

/s/Will Huser

(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]:

<u>Title or Capacity:</u>	<u>Name and Address:</u>	<u>Title or Capacity:</u>	<u>Name and Address:</u>
☒ Manager	Name: <u>Camilo Serrano</u>	☐ Manager	Name: _____
☐ Member	Address: <u>Calle Pinar, 7, 5th Floor - left</u>	☐ Member	Address: _____
☐ Authorized	<u>28006 - Madrid (Spain)</u>	☐ Authorized	_____
Person	_____	Person	_____
☐ Other _____	☐ Other _____	☐ Other _____	☐ Other _____
 ☐ Manager	Name: _____	 ☐ Manager	Name: _____
☐ Member	Address: _____	☐ Member	Address: _____
☐ Authorized	_____	☐ Authorized	_____
Person	_____	Person	_____
☐ Other _____	☐ Other _____	☐ Other _____	☐ Other _____
 ☐ Manager	Name: _____	 ☐ Manager	Name: _____
☐ Member	Address: _____	☐ Member	Address: _____
☐ Authorized	_____	☐ Authorized	_____
Person	_____	Person	_____
☐ Other _____	☐ Other _____	☐ 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.

/s/ Camilo Serrano
Signature of an authorized person

Camilo Serrano
Typed or printed name of signee



REGISTRO MERCANTIL
DE MADRID

P.º DE LA CASTELLANA, 44
28046 MADRID

CERTIFICACIÓN

El registrador mercantil que suscribe, certifica:

Que, a instancia de don Alvaro Franco Piñeiro, en la que se solicita certificación sobre la sociedad "ATLAS RENEWABLE ENERGY IBEROAMERICA S.L.", comprensiva de la denominación N.I.F., domicilio, datos registrales, que está válidamente constituida e inscrita, que no está en proceso de disolución, órgano de administración vigente, situaciones especiales, que no figuran inscripciones que modifiquen estos particulares, y que no hay asientos pendientes de inscripción, ha examinado los libros del Registro, de los que, respecto a esta sociedad, resulta:

1. Que en la inscripción 1ª de la hoja número M-789379, folio 140 y siguientes, del tomo 44837 de la sección 8ª, extendida el 2 de marzo de 2023 en virtud de primera copia de la escritura otorgada en Madrid el 22 de febrero de 2023 ante su notario don Francisco Javier Piera Rodríguez, con el número 344 de su protocolo, consta inscrita en este Registro Mercantil la sociedad denominada "ATLAS RENEWABLE ENERGY IBEROAMERICA S.L.", con N.I.F. B-44733640, y EUID ES28065.082140858, la cual fue constituida mediante dicha escritura.

2. De las inscripciones practicadas en la citada hoja, resultan entre otros, los siguientes particulares.

a.- Que el administrador único actual, es don Camilo Serrano, con N.I.E. Z-0257780-R.

b.- Que el domicilio social se establece en la calle Pinar, número 7, 5º izquierda, 28006, Madrid.

3. Con referencia a los extremos de los que se certifica, consta vigente en el libro diario número 3403, el asiento de presentación 405 que literalmente dice:

405. Don Ignacio Paz Ares Rodríguez, presenta escritura otorgada por él mismo como notario de Madrid, el 19 de diciembre de 2023 con el número 4712, por la que "ATLAS RENEWABLE ENERGY IBEROAMERICA S.L.", hace constar cambio de objeto social. Madrid, 26 de diciembre de 2023.

4. No existen limitaciones a las facultades del órgano de administración en el libro de inscripciones.

5. No figura ninguna situación especial.

6. No figuran inscripciones posteriores que modifiquen los particulares expresados.

7. No figura inscrita la disolución ni liquidación, ni procedimiento concursal alguno, por lo que continúa vigente.

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

Esta certificación va extendida esta única hoja de papel timbrado de este Registro.

Madrid, veintiséis de diciembre de dos mil veintitrés.

El registrador mercantil,



Nota. Presentada la instancia en el libro diario de certificaciones, asiento 64721/2023
Honorarios: S/M.

LEGITIMACIÓN>

De acuerdo con la Ley Orgánica 3/2018, de 5 de diciembre, de Protección de Datos Personales y garantía de los derechos digitales (en adelante LOPDGD), queda informado:

En conformidad con lo dispuesto en la Ley 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, y 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.

Informe 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 la finca/s o derecho/s inscrito/s 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 dado información respecto a su persona o bienes.

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 vigentes. 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 del servicio.

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.

En 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 bases o bases informáticas para la consulta individualizada de personas físicas o jurídicas, incluso expresando la fuente de procedencia.

Esta resulta compatible con la normativa específica y aplicable al Registro, se reconoce a los interesados los derechos de acceso, modificación, supresión, cancelación, rectificación, oposición, limitación, portabilidad y eliminación.

[Commercial Registry of Madrid logo as watermark]

CERTIFICATION

I, the undersigned commercial registrar, certify that:

By request of Álvaro Franco Piñeiro applying for certification of the company 'ATLAS RENEWABLE ENERGY IBEROAMÉRICA S.L.', including its tax identification number, registered address, registry data, valid incorporation and registration, that it is not being wound up, current management body, special situations, absence of registry entries modifying these aspects, and absence of entries pending registration, I have examined the Registry's records, which show the following with regard to that company:

1. Under entry 1 of sheet M-789379, page 140 *et seq.* of volume 44837 of Section, entered on 2 March 2023 under an original copy of a deed notarised in Madrid on 22 February 2023 by Francisco Javier Piera Rodríguez, under number 344 of his notary record, the company 'ATLAS RENEWABLE ENERGY IBEROAMÉRICA S.L.', is entered at this Commercial Registry with tax identification number (NIF) B-44733640, and European Unique Identifier (EUID) ES28065.082140858, and it was incorporated under that deed.
2. The entries made on that registry sheet show, among others, the following specifics.
 - a. The company's current sole director is Camilo Serrano, with Spanish foreigner identification number (NIE) Z-0257780- R.
 - b. The company's registered office is established at Calle Pinar, número 7, 5º izquierda, 28006, Madrid.
3. As regards the data being certified, it is a going concern under daily ledger 3403, filing entry 405, which literally reads as follows:

405. Ignacio Paz Ares Rodríguez submits a deed that he himself notarised, as a notary of Madrid, on 19 December 2023, under number 4712 of his notary record, in which 'ATLAS RENEWABLE ENERGY IBEROAMÉRICA S.L.', recorded the change to its corporate purpose. Madrid, 26 December 2023.
4. There are no limitations on the powers of the governing body in the book of entries.
5. No special situations have been recorded.
6. There are no subsequent entries modifying the information expressed above.
7. Since neither its winding down nor its liquidation appear on file, it is a going concern.
8. The daily ledger does not contain any entries pending registration that might affect the aspects being certified.

This certificate is issued on this single sheet of paper bearing the seal of this Registry.

Madrid, 26 December 2023.

The commercial registrar,

[Illegible signature]

[Ink stamp: Commercial Registry of Madrid – Vicente Carbonell Serrano]

Note: Request filed in the daily certifications journal, entry 64721/2023.

Fees: As per invoice.

AUTHENTICATION>

For the purposes of the Spanish Data Protection Act 3/2018 of 5 December [*Ley Orgánica de Protección de Datos y Garantías de Derechos Digitales*], you are informed that:

- As provided in the request for registry publication, the personal data expressed in it have been and will be subject to processing, and entered into the Registry's books and files, for which the data controller is the Registrar. The use and purpose of the processing are those expressly envisaged and specified in registry legislation, which provide the legal basis for this processing.
- Under section 6 of the Instruction of the Directorate General of Registries and Notaries of 17 February 1998 [*Instrucción de la Dirección General de los Registros y del Notariado*], data subjects are informed that their data will be shared to satisfy the right(s) of the estate owner(s) registered at the Registry, to be informed, at their choice, of any individuals or legal entities that have collected information on their person or property.
- The amount of time the data will be retained will be determined in accordance with the criteria set forth in the registry legislation, in resolutions by the Directorate General of Registries and Notarial Affairs, and in instructions from official associations. In cases where services are being billed, these retention periods will be determined based on the tax legislation applicable at any given time. In any case, the Registry may keep the data for longer than indicated under those regulations when it is necessary due to the existence of liabilities arising from providing the service.
- The information that has been provided is for your use only. It may not be transferred, it is confidential, and it may only be used for the purposes for which it was requested. Users are prohibited from transferring and assigning the information to any other person, even where free of charge.
- Pursuant to the Instruction of the Spanish Directorate General of Registries and Notarial Affairs of 17 February 1998, the data from registry information may not be incorporated into electronic files or databases for separate queries of individuals or legal entities, even where the source is specified.

Insofar as is compatible with the specific legislation applicable to the registry, data subjects have the right to access, rectify, erase, oppose and restrict processing and portability of their data as established in the above Data Protection Act. These rights may be asserted by notifying the Registry management in writing. Complaints may be lodged before the Spanish Data Protection Agency (AEPD): www.agpd.es. Nevertheless, data subjects may contact the Registry's data protection officer in writing at dpo@corpme.es.

Scanned with CamScanner

**Mrs. M^a Soledad Valcárcel Conde, Sworn
English Translator-Interpreter, designated by
the Ministry of Foreign Affairs and
Cooperation, hereby certifies that the foregoing
is an accurate and complete translation into
English of a document written in Spanish.
Madrid, 01 February 2024.
Signed: M^a Soledad Valcárcel Conde**

**Doña M^a Soledad Valcárcel Conde, Traductor-
Intérprete Jurado de inglés, nombrado 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 español.
En Madrid, a 01 de febrero de 2024.
Firmado: M^a Soledad Valcárcel Conde**