

Business and Corporate Information Form

Attachment 10.4

G&C Investment N.V.
App. No. OGL/2023/0084

Baaten | Alexander | Berends

CIVIL LAW NOTARY SERVICES

Gaitoweg 2, Curaçao

T (5999) 737 1111

F (5999) 737 1133

info@baatenlaw.com

www.baatenlaw.com

Corinne A.P. Baaten, LL.M., *Deputy civil law notary*

Natasja M. Alexander, LL.M., *Deputy civil law notary*

Mandy A. Berends, LL.M., *Deputy civil law notary*

Miguel L. Alexander, LL.M., *Of Counsel*

CERTIFICATE OF LEGAL EXISTENCE

The undersigned:

Cornelia Alfonsina Petronella Baaten, LL.M., a deputy civil law notary, residing in Curaçao, by these presents acting as the acting civil law notary of the vacant position of former civil law notary Johnny Ronald Edward Kleinmoedig, LL.M., designated thereto by the President of the Joint Court of Justice of Aruba, Curaçao, Sint Maarten and of Bonaire, Sint Eustatius and Saba, herewith certifies:

that **G&C Investment N.V.**, a limited liability company established in Curaçao, hereinafter also referred to as the "Company", has been duly incorporated by notarial deed, under the name Viteric International N.V., executed on May 7th, 1998, on a draft of which deed the required declaration of no objection has been granted by the Minister of Justice of the Netherlands Antilles on May 5th, 1998, under number 911/N.V.;

that the name of the Company has been duly changed into G & C Investment Trust N.V., by notarial deed, executed on July 30th, 1998, on a draft of which deed the required declaration of no objection has been granted by the Minister of Justice of the Netherlands Antilles on July 27th, 1998, under number 1637/N.V.;

that the articles of incorporation of the Company have been duly amended by notarial deed executed on November 12th, 2021, whereby the name of the Company has been duly changed into **G&C Investment N.V.**;

that in accordance with information received from the Commercial Register of the Chamber of Commerce and Industry in Curaçao the address of the Company is:
Pletterijweg 43, Curaçao;

[Handwritten signature]

that the limited liability company **G&C Investment N.V.** has been duly incorporated, is legally existing under Curaçao laws and has the power to transact any business within the limits of the corporate objects as set forth in article 2 of its articles of incorporation;

that in accordance with information received from the Commercial Register of the Chamber of Commerce and Industry in Curaçao the managing director of the Company is:
Bengt Magnus Petter Hedman, born on January 13th, 1965;

that in accordance with information received from the Commercial Register of the Chamber of Commerce and Industry in Curaçao the proxy holder of the Company is:
Trustmoore (Curaçao) N.V., a limited liability company, established in Curaçao.

In witness whereof the undersigned has set her hand hereunto after having affixed the official seal of office on this third day of June of the year two thousand and twenty-two.



THE UNDERSIGNED:

GERARD CHRISTOFFEL ANTONIUS SMEETS,
a civil-law Notary of Curacao, Netherlands Antilles,

DOES HEREBY CERTIFY:

that the text set forth hereinafter is a true but unofficial
English translation of the presently effective Articles of
Incorporation of the limited liability company:
"G & C INVESTMENT TRUST N.V.",
established in Curacao, Netherlands Antilles.

Curacao, August 11, 1998.



- NAME AND SEAT -----
----- Article 1 -----
1. The name of the Corporation is: **G & C INVESTMENT TRUST N.V.** --
In transactions with foreign countries the company may substitute
in its name, in English "INC." or "LTD", and in Spanish and ----
French "S.A.", for the letters "N.V."-----
2. It is established in Curaçao. -----
3. By resolution of the general meeting of shareholders the ----
Corporation may, by virtue of the National Seat Transfer Third --
Countries, transfer its seat to another country and assume the --
status of a legal entity formed under the laws of that country. -
----- OBJECTS -----
----- Article 2 -----
The objects of the Corporation are: -----
1. the acquisition, possession, administration, sale, exchange, -
transfer, trade and investment in and alienation of shares, bonds,
funds, order documents, evidences of indebtedness and other securi-
ties, the borrowing of money and the issuance of evidences of in-
debtedness therefor, as well as the lending of money; -----
2. the granting of suretyships for the fulfilment of obligations
of the Corporation or of third parties; -----
3. the acquisition of: -----
(i) income arising from the disposal or licensing of copyrights,
patents, designs, secret processes or formulae, trademarks and --
similar interests; -----
(ii) royalties, including rentals, in respect of motion pictures
or relating to the use of industrial, commercial or scientific --
equipment as well as in respect of the exploitation of a mine or
quarry or any other natural resource and other real properties; -
(iii) considerations for the rendering of technical assistance; -
4. the acquisition, possession, alienation, administration, deve-
lopment, lease, letting, mortgaging or in general the encumbrance
of real property and any right to or interest in real property; -
5. the trading in, including wholesale, distributive and future -
trade, as well as the import and export of raw materials, mine- -
rals, metals, organic materials, semi-finished products and fini-
shed products of whatever nature and under whatever name; -----

6. the acting as a holding company; -----
7. the participation in other corporations and enterprises; -----
8. the performance of everything connected with the foregoing in the widest sense of the word. -----

DURATION -----

Article 3 -----

The Corporation is entered into for an indefinite period of time. -----

CAPITAL AND SHARES -----

Article 4 -----

1. The authorized capital of the Corporation amounts to SIXTY THOUSAND GULDERS NETHERLANDS CURRENCY (Nfl. 60,000.--), divided into sixty thousand (60,000) shares of One Guilder Netherlands Currency (Nf. 1.--) each. -----
 2. Shares are issued by the Board of Management. -----
The Board of Management shall decide as to the time, the price of issuance of new shares - provided that such price shall not be below par - and as to the time of payment. -----
 3. The new shares shall be offered by preference to the existing shareholders, such in proportion to the number of shares held by them. -----
 4. The Board of Management is competent, without instruction of the general meeting of shareholders, to conclude agreements as mentioned in article 60 of the Code of Commerce of the Netherlands Antilles. -----
 5. The Corporation may acquire fully paid up shares in its capital for its own account for valuable consideration, provided that at least twenty percent of the authorized capital remains outstanding with others than with the Corporation itself. -----
 6. Shares so acquired may be cancelled by the Board of Management. -----
 6. For shares held by the Corporation in its own capital, no voting or claimright can be exercised, nor will any payment from profit or liquidation balance be made on such shares, nor shall such shares count in the computation of a quorum at any meeting. -----
- Article 5 -----
1. The shares are, at the option of the shareholder, registered or - provided they are fully paid up - bearer shares and are numbered as from one. -----
 2. At the request of the shareholder, sharecertificates can be issued for registered shares. For bearer shares sharecertificates shall be issued. -----
The costs of issuance of sharecertificates shall be for the account of the Corporation. -----
 3. At the request of a shareholder, sharecertificates may be issued which represent more than one share per certificate. -----
A shareholder may request that a certificate which represents more than one share be exchanged for multiple certificates. -----
The sharecertificates shall be signed by a Managing Director. -----
 4. Each sharecertificate can, at the option of the Board of Management, be provided with a set of dividendcoupons and a talon in order to obtain a new set of dividendcoupons. Dividendcoupons and talon shall then bear the same number as the sharecertificate to which they belong. -----
 5. At the request of the shareholder, registered shares can be converted into bearer shares and vice versa. -----
 6. If dividendcoupons have been issued, payment of dividends shall be effected against delivery of a dividendcoupon which serves the Corporation as full discharge therefor. -----

----- Article 6 -----
1. If one has made acceptable to the satisfaction of the Board -- of Management that a sharecertificate, dividendcoupon or talon -- belonging to him, has been lost or mislaid, duplicate certifi- -- cates can at the request of the shareholder concerned, be issued under such conditions and guarantees as the Board of Management -- shall determine. -----
By issuance of the new sharecertificates, dividendcoupons or talons, on which mention shall be made that they are duplicates, --- the original ones shall become void. -----
2. Mutilated sharecertificates, dividendcoupons or talons, may be exchanged by the Board of Management against new exemplars. ---- The mutilated exemplars which are turned in, must be destroyed -- forthwith by the Board of Management. -----
3. All expenses in connection with the issuance of duplicates or new certificates shall be for the account of the applicant and -- must, if so desired, be paid by him in advance. -----

----- Article 7 -----
1. The registered shares are entered in a register, which is kept by the Board of Management. The entry mentions the name of the -- shareholder, his residence or the domicile elected by him, the -- quantity and the numbers of his shares. -----
2. Each transfer and change of ownership of a registered share -- and each conversion as referred to in article 5 section 5 shall -- be entered in the register and each such entry shall be signed -- by a Managing Director. -----
3. The transfer of registered shares shall be effected either by serving a deed of transfer upon the Corporation or by the written acknowledgement of the transfer by the Corporation. -----
4. If no sharecertificate has been issued, the entry in the ---- register provided for in section 2 shall have the effect of a --- written acknowledgement of the transfer by the Corporation. ---- In the event a sharecertificate has been issued, the acknowledge- ment shall be effected by an entry made on the sharecertificate - concerned, signed by a Managing Director. -----
5. Irrespective of the provisions of section 2, the conversion -- shall - in case of conversion of a share for which a sharecerti- ficate has been issued - be entered on such sharecertificate by - a Managing Director. -----

----- MANAGEMENT -----
----- Article 8 -----
1. The Corporation is managed by a Board of Management, consisting of one or more Managing Directors, in which capacity also a legal entity can be appointed. -----
2. The Managing Directors shall be appointed by the general mee- ting of shareholders and can at any time be suspended and removed by it. -----
3. The Corporation shall be represented against third parties in all matters, including court matters, by one Managing Director.--
4. The Board of Management is competent, without limiting its --- responsibility, to appoint holders of procuration and to determi- ne their faculties and the way they shall represent the Corpora- tion and shall sign on its behalf. -----
5. Each Managing Director is competent to give mandate and power of attorney to a co-Managing Director in order to represent the - mandator in his capacity of Managing Director with due observance of the conditions of the mandate. -----

6. In the event of impediment or default of one or more Managing Directors, the management shall be vested entirely in the remaining Managing Director(s); in the event of impediment or default of all Managing Directors, the Corporation shall be temporarily managed by a person designated thereto by the general meeting of shareholders. -----

In the latter case the person designated by the general meeting of shareholders shall be under the obligation to convoke a general meeting of shareholders as soon as possible in order to provide for a definite Board of Management. -----

As long as such has not been done, the acts of management of the designated person shall remain restricted to only such ones which cannot be delayed. -----

7. In the event of a conflict of interest between the Corporation and one or more Managing Directors, it shall be represented by -- another Managing Director and, in the absence of the latter, by a person designated thereto by the general meeting of shareholders. -----

----- GENERAL MEETING OF SHAREHOLDERS -----

----- Article 9 -----

1. General meetings of shareholders shall be held in Curaçao. ---

2. The annual general meeting of shareholders must be held within nine months after the expiration of the financial year of the --- Corporation. -----

In this meeting, inter alia: -----

a. a report shall be delivered by the Board of Management with -- regard to the course of business of the Corporation and the conduct of its affairs during the past financial year; -----

b. the balance-sheet and profit and loss account shall be adopted after having been submitted together with an explanatory statement indicating by what standard the movables and immovables of - the Corporation have been appraised. -----

----- Article 10 -----

1. Every Managing Director is, and the shareholders, representing together a total of at least ten percent of the issued share- --- capital, are equally competent to convoke a general meeting of -- shareholders. -----

2. The shareholders shall be convoked to all meetings by means of an advertisement, to be placed in a newspaper published and widely read in Curaçao, at least five days prior to the day on which the meeting is to be held, excluding the days of the convocation and of the meeting. -----

The advertisement shall contain the agenda of the meeting or ---- shall mention that it is deposited for the shareholders for in- - spection at the office of the Corporation. -----

If a proposal to amend the Articles of Incorporation will be ---- dealt with, the advertisement shall also state so. -----

As to subjects in respect to which the foregoing has not been --- observed, valid resolutions can always be adopted, if such resolutions are adopted by unanimous vote at a meeting in which the - entire outstanding capital is represented. -----

3. General meetings shall be presided over by a person designated thereto by the meeting. -----

4. Shareholders may be represented at the meeting by a proxy ---- empowered in writing. -----

In order to exercise their rights at a meeting, holders of bearer shares must identify themselves as such to the satisfaction of -- the Corporation. -----

The sharecertificates or a certificate of deposit issued therefor

by the Corporation or a Bank - stating that the sharecertificates shall not be returned before the end of the meeting - shall count as sufficient identification. -----

5. All resolutions of the annual and special general meeting of - shareholders shall be adopted by absolute majority of the votes - cast, if not provided for otherwise in these Articles of Incorpo- ration. -----

6. In the event of proceeding to an appointment, the person who -- has obtained the absolute majority of the votes cast, is held to be elected. -----

If nobody has obtained such majority, a second ballot shall be -- taken between the two persons who have obtained the greatest num- ber of the votes cast. If more than two persons have obtained the same number of votes and at the same time the greatest number of votes cast, then the second ballot shall be taken between two of these persons designated by lot. -----

If these persons should obtain an equal number of votes at the -- second ballot, the decision shall be by lot. -----

----- Article 11 -----

1. Each share entitles to cast one vote. -----

2. Also for shares of those to whom, otherwise than as sharehol- der of the Corporation, by the resolution to be adopted, should - be granted any right towards the Corporation or those who should be released from any liability towards it, valid votes may be --- cast. -----

----- Article 12 -----

Of all matters dealt with in a general meeting of shareholders, -- minutes shall be kept, which shall be signed by the chairman and a shareholder or a proxy of a shareholder present at the meeting, unless a notarial record thereof shall be drawn up. -----

----- FINANCIAL YEAR -----

----- Article 13 -----

The financial year of the Corporation will be adopted and amended by resolution of the general meeting of shareholders. -----
Such resolution to adoption or amendmend shall only be valid when it has been filed at the office of the Traderegister where the -- Corporation has been registered. -----

----- Article 14 -----

1. Within eight months after the end of the financial year, the - Board of Management shall present the balance sheet and profit -- and loss account covering the past financial year, together with the explanatory statement referred to in Article 9, to the gene- ral meeting of shareholders. The balance sheet, the profit and -- loss account and the explanatory statement shall be signed by all Managing Directors. -----

If the signature of one of them is missing the reason thereof --- shall be stated on these documents. -----

2. The balance sheet, the profit and loss account and the expla- natory statement shall be deposited at the office of the Corpora- tion for inspection by the shareholders or their proxies as from the day of convocation of the general meeting, destined to deter- mine these documents, until the end of that meeting. -----

3. The balance sheet and the profit and loss account shall be --- adopted by the annual general meeting of shareholders. -----
Adoption of the balance sheet and the profit and loss account --- serves the Board of Management as discharge for its management -- carried on during the past financial year, as far as such appears from the submitted documents without prejudice to the provision -

of article 116 of the Code of Commerce of the Netherlands Antilles. -----

4. The general meeting of shareholders shall decide upon the amounts to be reserved. -----

----- DISTRIBUTION OF PROFITS -----

----- Article 15 -----

1. The profit, by which term is to be understood the net profit according to the adopted profit and loss account, is entirely at the disposal of the general meeting of shareholders. -----

2. The Board of Management is at any time competent to pay out interim dividends by way of advance-payment on the dividends to be expected. -----

----- Article 16 -----

If according to the adopted profit and loss account, a loss has been sustained during any year which cannot be covered by the reserves or compensated in some other way, no distribution of profit shall be effected in the following years as long as such loss has not been compensated. -----

----- AMENDMENT OF THE ARTICLES OF INCORPORATION -----

----- AND DISSOLUTION OF THE CORPORATION -----

----- Article 17 -----

1. Resolutions to amend the Articles of Incorporation or to dissolve the Corporation can only be adopted with a majority of at least three/fourths of the votes cast at a general meeting of shareholders, at which at least two/thirds of the issued and outstanding shares are represented. -----

2. In the event the required capital is not represented at the meeting, a second meeting shall be convoked, to be held within two months after the first one, at which second meeting, irrespective of the capital then represented, valid resolutions can be adopted as to such subjects with a majority of at least three/fourths of the votes cast. -----

3. In the event of dissolution of the Corporation, the liquidation shall be effected under such conditions as the general meeting of shareholders shall decide. -----

4. During ten years after the end of the liquidation, the books and records of the Corporation shall remain in the custody of the person designated for that purpose by the general meeting of shareholders. -----

TRUE COPY

On this twelfth day of November of the year two thousand and twenty-one appeared before me, Cornelia Alfonsina --- Petronella Baaten, LL.M., a deputy civil law notary, ---- residing in Curaçao, by these presents acting as ----- substitute of the vacant position of former civil law --- notary Johnny Edward Kleinmoedig, LL.M., designated ---- thereto by the President of the Joint Court of Justice of Aruba, Curaçao, Sint Maarten and of Bonaire, Sint ----- Eustatius and Saba, hereinafter referred to as the ----- "notary": -----

Mrs. Mandy Ann Beaujon-Berends, LL.M., a deputy civil law notary, holder of driver's license number 242902 with --- identification number 1979.12.06.08, issued in Curaçao on March fourteenth, two thousand and seventeen, residing in Curaçao, with office address 2 Gaitoweg, employed at the office of Baaten Alexander Berends, Civil Law Notary ---- Services in Curaçao, born in Curaçao on December sixth, - nineteen hundred and seventy-nine, acting in her capacity of authorized agent in writing of Trustmoore Curaçao ---- N.V., a limited liability company established in Curaçao, with office address at Landhuis Groot Kwartier, Groot --- Kwartierweg 12, Curaçao, registered at the Trade register of the Chamber of Commerce and Industry in Curaçao under number 96248 as appears from an online excerpt dated ---- November twelfth two thousand and twenty-one, who issued the power of attorney in its capacity of authorized agent in writing of Mr. Bengt Magnus Petter Hedman, holder of a Swedish passport with number 35221243, issued in Sweden - on September fifteenth of the year two thousand, born in Kung Karl, Sweden on January thirteenth, nineteen hundred and sixty-five, with office address Landhuis Groot ----- Kwartier, Groot Kwartierweg 12, who issued this power of attorney as sole managing director of "G&C Investment --- Trust N.Y.", a limited liability company with statutory - seat in Curaçao, with office address at Landhuis Groot -- Kwarier, Groot Kwartierweg 12, Curaçao, registered at the Trade register of the Chamber of Commerce and Industry in Curaçao under number 78766, as appears from an online --- excerpt dated November twelfth two thousand and twenty- - one and as such is authorized, in conformity with article 2:5 paragraph 2 of the Civil Code of Curaçao, to execute a deed of amendment of the articles of association. ----- The appearer, acting as aforesaid, stated that an extra-- ordinary general meeting was held on the twenty-eighth -- day of October of the year two thousand and twenty-one by the shareholders of "G&C Investment Trust N.V.", ----- aforementioned, that all persons entitled to attend a --- general meeting were present or represented, that a ---- resolution had been unanimously adopted at the meeting to amend the articles of association of that corporation as will be set forth hereunder. -----

The aforementioned resolution is evidenced by the minutes of said meeting, a copy of which will be attached to the single original hereof. -----

The existence of aforementioned mandates has been ----- sufficiently evidenced to me, the notary. -----

A copy of each of the powers of attorney shall be ----- attached to the single original hereof. -----

Acting on the strength of the aforementioned ----- authorization the appearer subsequently stated to amend - the articles of association of "G&C Investment Trust ---- N.V.", aforementioned, in their entirety as follows: ----

----- NAME AND SEAT -----

----- Article 1 -----

1. The corporation is a limited liability company and --- shall be named: -----

"G&C Investment N.V.". -----

In its foreign business transactions it may, instead of - using the abbreviation "N.V.", use the abbreviation "INC" in English and the abbreviation "S.A." in Spanish and --- French in its name. -----

2. The corporation is domiciled in Curaçao and may have - branches and/or affiliate offices elsewhere. -----

----- PURPOSE -----

----- Article 2 -----

The objects of the corporation are: -----

1. the acquisition, possession, administration, sale, --- exchange, transfer, trade and investment in and ----- alienation of shares, bonds, funds, order documents, ---- evidences of indebtedness and other securities, the ---- borrowing of money and the issuance of evidences of ---- indebtedness therefor, as all as the lending of money; --

2. the granting of suretyships for the fulfilment of ---- obligations of the corporation or of third parties; -----

3. the acquisition of: -----

(i) income arising from the disposal or licensing of -- copyrights, patents, designs, secret processes or ----- formulae, trademarks and similar interests; -----

(ii) royalties, including rentals, in respect of motion pictures or relating to the use of industrial, commercial or scientific equipment as well as in respect of the ---- exploitation of a mine or quarry or any other natural --- resource and other real properties; -----

(iii) considerations for the rendering of technical ---- assistance; -----

4. the acquisition, possession, alienation, ----- administration, development, lease, letting, mortgaging - or in general the encumbrance of real property and any -- right to or interest in real property; -----

5. the trading in, including wholesale trade, ----- distributive and future trade, as well the import and --- export of raw materials, minerals, metals, organic -----

materials, organic materials, semi-finished products and finished products of whatever nature and under whatever name; -----

6. the acting as a holding company; -----

7. the participation in other corporations and enterprises; -----

8. the performance of everything connected with the foregoing in the widest sense of the word. -----

DURATION

Article 3

The corporation has been established for an indefinite period of time. -----

CAPITAL AND SHARES

Article 4

1. The corporation has one (1) or more issued shares, each with a nominal value of one United States Dollar (USD. 1.00). -----

2. Sub-shares may be issued. -----

3. The general meeting of shareholders will resolve on the issue of new shares. The subsequent issue shall be effected by means of a deed signed by the corporation and the acquirer or else by means of a statement of issue on behalf of the corporation to the subscriber and a statement of acceptance thereof sent by the subscriber to the corporation, either or not in advance. -----

Only the issue of registered (sub-)shares is permitted. -----

4. Shares are issued no sooner than after the identity of the subscriber has been determined and this identity has been verified by the corporation based on documents, data or information from a reliable and independent source. Copies of the documents will be kept in the register referred to in article 8. -----

5. The general meeting of shareholders shall determine the time and rate of the issue -provided not below par- as well as the time for payment of calls. -----

6. In subsequent issues of shares and on disposal by the corporation of any shares it acquired in its own capital, the existing shareholders shall have preference to acquire such shares, in proportion to their existing shareholding when the stock is made available, unless the general shareholders' meeting, further also: the general meeting, should decide otherwise. -----

REPURCHASE AND CANCELLATION OF SHARES

Article 5

1. The board of managing directors is authorized to have the corporation acquire for its own account shares in its own capital, provided that: -----
a. at least one (1) share continues to be held by third parties, not by the corporation itself; and -----

b. as a consequence of payment of the purchase price of -
the relevant shares, the equity of the corporation -----
remains at least equal to the nominal capital. -----
2. In deviation from the provisions referred to in -----
paragraph 1 sub b, in the event that the shares are -----
cancelled immediately following payment of the purchase -
price, the equity may be less than the nominal capital. -
After the aforementioned cancellation, the equity of the
corporation must at least be equal to the nominal -----
capital. -----
3. No voting rights, nor preference on whatever account -
shall be derived from the shares held by the corporation
in its own capital; nor shall any distribution of profits
or of a surplus balance after liquidation of the -----
corporation be made on such shares. -----
Said shares shall be disregarded for determining a quorum
at any meeting. -----
4. The corporation is authorized to proceed to -----
cancellation of the shares held by the corporation in its
own capital, subject to a resolution to that effect from
the board of managing directors. -----
5. The general meeting may decide on whole or partial ---
repayment or dispensation of an additional payment -----
obligation as mentioned in article 2:107, paragraph 4 of
the Civil Code, provided that the equity of the -----
corporation remains at least equal to the nominal capital
at the time of the repayment or dispensation of -----
additional payment and does not become less than the ----
nominal capital of the corporation by the repayment or --
dispensation of additional payment. -----

----- SHARE CERTIFICATES AND SHARE REGISTER -----
----- Article 6 -----

1. With due observance of the provision in article 4, ---
paragraph 3, the shares shall be registered shares, and -
they shall be consecutively numbered from 1 up. -----
2. Share certificates may be issued for the shares at the
request of the shareholder. -----
All expenses for the issue of share certificates shall be
for the account of the shareholder concerned. -----
3. Share certificates may be issued for several shares --
jointly at the request of the shareholder. -----
The holder of such a share certificate is entitled at all
times to requests its conversion into a share certificate
representing a different number of shares. -----
4. Share certificates shall be signed by a managing ----
director or by a person designated for that purpose by --
the board of managing directors. -----
5. The date of issue and all information relevant to the
share, as should be included in the shareholders' -----
register on the day of issue, shall be stated on the ----
share certificate. -----

6. An extract from the shareholders' register made out in the name of the shareholder, containing the information - relevant to these shares, may also serve as a share ----- certificate. -----

----- Article 7 -----

1. If a person has proved to the satisfaction of the ---- board of managing directors that a share certificate, --- belonging to him, has been lost or mislaid, a duplicate - of such document may be issued at the request of the ---- shareholder concerned or the rightful claimants to his -- estate, subject to such terms and guarantees as shall be determined by the board of managing directors. -----

2. Upon issue of the new share certificates which shall - bear an endorsement to the effect that they are ----- duplicates, their originals shall become null and void. -

3. Damaged share certificates may be replaced by new ones by the board of managing directors. -----

4. The damaged documents thus surrendered, shall ----- immediately be destroyed by the board of managing ----- directors. -----

All expenses related to the issue of duplicates or new -- documents, shall be charged to the applicant and shall be paid by him in advance, if so required. -----

----- Article 8 -----

1. The board shall maintain a register, in which the ---- names and addresses of all the shareholders and the ----- quantity and serial numbers of the shares are recorded. - The register shall furthermore state the voting rights -- conferred by same, the amount paid up, or reflected on -- same as having been paid up, any payment obligation yet - to be fulfilled including a notification pointing out --- whether this concerns an obligation of additional ----- payment, if any, and if so, the methods of payment, the - date and the methods of the acquisition, the liability, - if any, pursuant to the articles 2:102, paragraph 5 and - 2:108a, paragraph 1 of the Civil Code and whether or not a share certificate has been issued. Annotations shall -- also be made of establishment or transfer of a right of - usufruct on the shares, or a pledge, as well as the ----- coincident transfer of voting rights. -----

The name and the address of the usufructuary and pledgee are stated in the register. Similar information is stated concerning those entitled to attend meetings, who are no shareholder, pledgee or usufructuary. -----

2. Shareholders and others whose information must be ---- included in the register, pursuant to the first ----- paragraph, will surrender this information to the board - of managing directors in time. Insofar as this has not -- been done at an earlier time, they will also surrender -- further information to the board of managing directors -- and information as referred to in article 4 paragraph 4 -

and submit documents as referred to in same. Copies of --
these documents will be kept in the register. -----
3. The register may be maintained by a person designated
for that purpose by the board and subject to the -----
responsibility of the board. The register may be -----
maintained electronically. -----
4. Shareholders and others whose information is included
in the register are entitled to have access the register
for its inspection, to the extent that it concerns rights
vested in those requesting inspection. -----
5. The transfer of shares shall be effected, either by --
serving an instrument of transfer upon the corporation, -
or by written acknowledgement of the transfer by the ----
corporation. -----
6. Written acknowledgement of the transfer shall be -----
effected by a signed annotation on the deed of transfer -
or by a written statement to the transferee. -----

----- MANAGEMENT -----

----- Article 9 -----

1. The corporation shall be managed by a board of -----
managing directors, consisting of one (1) or more -----
managing directors. -----
Legal entities may also be appointed managing directors -
2. The managing directors shall be appointed by the -----
general meeting and may at any time be suspended or -----
removed from office by said meeting. -----
3. The corporation shall be represented by each of the --
managing directors severally, also in the event of -----
legal acts with or lawsuits against one (1) or more -----
managing directors acting either in a private capacity or
qualitate qua. -----
4. The board of managing directors has the power, without
limiting its own responsibility, to appoint attorneys-in-
fact, to determine their powers and the manner in which -
they are to represent the corporation and to sign on its
behalf. -----
5. Every managing director has the power to authorize a -
co-director to represent him in his capacity of a -----
managing director at meetings of the managing directors,
with due observance of the terms set forth in the power -
of attorney. -----
6. Each managing director may in his capacity of managing
director appoint by telegram, telefax, telex, e-mail or -
other writing a natural or legal person as his proxy to -
represent him in his said capacity, such proxy to be ----
specific and not general. -----
When issuing such a proxy the managing director may not -
exceed the authority vested in him pursuant to these ----
articles of association. -----
7. When one (1) or more managing directors are absent or
otherwise precluded from acting, the remaining managing -

directors shall be responsible for the entire management of the corporation; when all the managing directors are absent or otherwise precluded from acting, the corporation shall be temporarily managed by a person appointed for that purpose by the general meeting. The person thus appointed shall convoke a general shareholders' meeting as soon as possible in order to provide for a definitive management.

As long as this has not been accomplished, the acts of management of the person thus appointed, shall be limited to those that cannot be delayed.

8. With due observance of the law, especially articles 2:14 and 2:16 of the Civil Code, each managing director of the corporation, as well as each other person empowered by the board of managing directors or the general meeting to act on behalf of the corporation, shall be held harmless by the corporation from all damages, fines, costs of whatever nature, which were actually and reasonably incurred as a consequence of acts or omissions committed in a capacity as stated above, resulting from any civil, penal or administrative proceeding and/or investigation of fact and law and preliminary legal work, whether or not leading to such proceedings, provided that while performing the act which caused the liability, he acted in a reasonable and bona fide belief, that he was furthering the interests of the corporation and provided that his actions were not in contravention with any instructions given to such person or with any limitation put on his authority.

OBLIGATIONS OF THE BOARD OF MANAGING DIRECTORS

Article 10

The board of managing directors is under obligation to conduct administrative procedures to record the financial position of the corporation and its operational activities, in accordance with the requirements incidental to such activities, and to maintain the books, ledgers and other data bases pertaining thereto in such a manner as to ensure that the rights and obligations of the corporation may at any time be ascertained from same. Each managing director is entitled to access to all books, ledgers and other data-bases pertaining to which a legal custodianship or a custodianship under the articles of incorporation is vested in the board of managing directors, insofar as the right to inspect is not restricted by or pursuant to regulation in question in relation to one (1) or more members of the board of managing directors.

MANAGEMENT LIABILITY

Article 11

1. Each managing director is under the obligation towards

the corporation to appropriately perform the tasks within his scope of responsibility. -----

2. The tasks of a managing director include all tasks and duties of management, which have not specifically been -- entrusted to one (1) or more other managing directors --- pursuant to or by virtue of law, the articles of ----- incorporation, a corporate agreement or regulations. ----

3. The managing directors to whom certain tasks have --- been specifically allocated pursuant to paragraph 2 of -- this article, shall keep the other managing directors --- informed about the status of such matters in such area. -

4. Each member of the board is responsible for the ----- general course of affairs. He is responsible for the ---- whole regarding mismanagement. -----

Not held liable shall be the managing director, however, who in view of the tasks vested in others and the period of his employment, is not gravely imputable, provided --- that he was not negligent in taking the necessary ----- measures to avoid the consequences. -----

5. If, in the event of bankruptcy of the corporation, the curator should submit a claim pursuant to this article, - no director shall be entitled to being held harmless on - the ground of an acquittal and discharge granted by the - corporation in whichever form or manner. In such event a managing director may not invoke compensation either with any claim he might have on the corporation. -----

----- SUPERVISION -----
----- Article 12 -----

1. The corporation may have a board of supervisory ----- directors, pursuant to a resolution to that effect from - the general shareholders' meeting having been published - at the Commercial Register of the Chamber of Commerce of the place where the corporation has its statutory ----- domicile. If the general meeting should wish to rescind - the instituted board of supervisory directors, a ----- resolution to that effect from the general meeting should be published at such Commercial Register. -----

2. Supervisory directors are appointed by the general --- meeting and may at any time be suspended or removed from office by said meeting. -----

Only natural persons are eligible to be appointed in the capacity of supervisory director. -----

3. The supervisory board is entrusted with supervision -- on the management. In the accomplishment of its tasks and duties, the supervisory board shall be oriented to and -- guided by the interests of the corporation and its ----- attendant business enterprise, if any. -----

4. The supervisory board has the power to suspend any --- managing director. The suspension becomes null and void, if the party involved is not dismissed from office within two months after the date of suspension. -----

5. The board of managing directors shall timely provide -
the supervisory board and the individual supervisory ----
directors with all the data necessary for the proper ----
execution of their tasks, whenever so required. -----
6. In order to prove a resolution of the supervisory ----
board towards third parties, the signature of one (1) ---
supervisory director shall suffice. -----
7. The provisions of article 11 are similarly applicable
to the supervisory directors. -----
8. Supervisory directors may receive an annual -----
remuneration to be determined by the general meeting, and
they are furthermore entitled to reimbursement of the ---
travel-, accommodation- and other expenses incurred by --
them in view of the execution of their tasks and duties -
on behalf of the corporation, shall be reimbursed to ----
them. -----

GENERAL SHAREHOLDERS' MEETING

Article 13

1. General shareholders' meetings shall be held in -----
Curaçao or at any other place to be designated by the ---
board of managing directors. -----
2. Without prejudice to the provision of article 19, ----
paragraph 1, the annual general shareholders' meeting ---
shall be held within nine months after the close of the -
fiscal year of the corporation, unless within nine (9) --
months after the close of the financial year, a -----
resolution was adopted in accordance with article 17, ---
paragraph 1. In said meeting, or else in the -----
aforementioned resolution adopted pursuant to article 17,
paragraph 1, inter alia, the following matters shall be -
dealt with -----
a. the board of managing directors shall report on the --
course of business of the corporation and on the -----
management conducted during the past fiscal year. -----
b. the balance sheet and the profit and loss account ----
shall be confirmed and approved after having been -----
submitted along with an explanatory memorandum indicating
the standards applied in the valuation of the movable and
immovable property of the corporation. -----

Article 14

1. Each managing director and each supervisory director -
have equal authority to convoke a general shareholders' -
meeting. The board of managing directors and the -----
supervisory board are at all times authorized to call the
general meeting. -----
2. Parties entitled to vote who either solely or with ---
other parties entitled to vote jointly hold ten percent -
(10%) of the voting power, may request the board of ----
managing directors, or the supervisory board in writing -
(hereinafter to be understood by these articles of -----
incorporation: expressed by serving of a summons, by ----

telegram, telex, telefax, e-mail or other data -----
transmitting means of communication), to call a general -
meeting, in order to elaborate on and resolve any -----
subject, provided that they have a vested reasonable ----
interest in the matter. If the board of managing -----
directors or the supervisory board should not have -----
complied with such a request within fourteen (14) days --
after the date on which the request reached the -----
corporation or the corporate body involved, the -----
applicants may proceed to calling the meeting -----
themselves. -----

3. The meeting shall be convoked in writing and the ----
convening notices shall be sent to the address of the ---
parties entitled to attend the meeting to the extent such
address is known to the corporation. If one (1) or more -
addresses of the parties entitled to attend the meeting -
are unknown, the convocation shall also be effected by --
means of an announcement in the official gazette in which
notifications from the government are published. -----
The convocation, as well as all the other documentation -
pertinent thereto, shall also be sent to each managing --
director and each supervisory director. -----

4. By the right to attend the meeting (attendance right)
is to be understood the right to attend the general ----
meeting either in person or by a proxy-holder empowered -
in writing and to express oneself at the meeting. The ---
right to attend the meeting is vested in each shareholder
and each party who has voting rights, as well as in each
managing director and each supervisory director. -----

5. The term of notification shall be not less than five -
(5) days, not counting the date of the convocation, nor -
the day of the meeting. The day upon which the convening
notices were sent out, shall be considered as the date of
the convocation, or if it should be later, the day upon -
which the announcement was published in the official ----
gazette referred to in the preceding paragraph. -----
The convocation shall state the place of the meeting and
the subjects to be dealt with. -----

This availability for inspection shall be stated in the -
announcement referred to in the third paragraph, as the -
case may be. -----

6. Subjects that were timely proposed by a party vested -
with voting rights, to be dealt with at the meeting, ----
shall be placed on the agenda, unless such should be in -
contravention of a proper order at the meeting. At any --
rate the convocation shall state the matters proposed for
discussion. -----

7. In the event that a proposal purporting to an -----
amendment of the articles of incorporation is submitted,
a copy of the proposal, stating the amendment verbatim, -
shall be sent as well, or shall be made available at the

office of the corporation for inspection by the -----
shareholders. The accessibility for inspection shall be -
announced in the convocation referred to in the third ---
paragraph, if such should have been effected. -----
8. General meetings shall be presided over by a person to
be designated for that purpose by the meeting. -----
9. Shareholders may be represented at the meeting by a --
proxy appointed in writing. -----
10. All resolutions of the general and extraordinary ----
general shareholders' meeting shall be adopted by an ----
absolute majority of the votes validly cast, unless ----
otherwise provided by these articles of incorporation. --
11. Managing directors and supervisory directors ex ----
officio have the right to advise at the meeting. -----
They will be given sufficient time to render advice. ----
12. In the event of a tie vote in the general meeting a -
binding advice shall be rendered by a committee -----
consisting of three experts. The person(s) who voted in -
favor of the proposal is/are jointly empowered to -----
appointing an expert, and the person(s) who voted against
the proposal concerned also jointly have the power to ---
appoint an expert. The thus appointed experts shall ----
jointly designate the third expert in mutual -----
consultation. -----
If no agreement has been reached regarding the -----
appointment of the last expert by the two (2) first ----
experts, within one (1) month after the date of the ----
general meeting at which there was a tie vote, such ----
expert shall be designated by the Court of First Instance
with territorial jurisdiction in Curaçao, at the request
of the willing party. -----
The general meeting shall accept such advice within one -
(1) week after it has been rendered and shall cast its --
vote accordingly. -----
13. When voting on an appointment, the person who has ---
received the absolute majority of the votes cast, shall -
be considered elected. If no one has secured such a ----
majority, a second ballot shall be taken between the two
(2) persons who obtained the largest number of votes. ---
If more than two (2) persons have simultaneously obtained
the largest number of votes and the same number of votes
then, in deviation of the provisions of paragraph 12 of -
this article, two (2) of these persons shall be selected
by lot and the second ballot shall be taken between these
two (2) persons. If the two persons should receive the --
same number of votes at the second ballot, the matter ---
shall be decided by drawing lots, in deviation of the ---
provisions of paragraph 12 of this article. -----
----- Article 15 -----
Each share entitles to cast one (1) vote. Abstentions and
invalid votes shall not be counted. -----

----- Article 16 -----

1. A person designated by the general meeting shall -----
record the deliberations and the resolutions adopted at -
such meeting. The minutes shall be signed by the chairman
of the meeting. -----

2. The signed minutes shall be kept in custody by the ---
board of managing directors for the prescribed period ---
stipulated by the law. -----

3. Each party with attendance rights (in Dutch: -----
"vergadergerechtigde") is entitled to receiving a copy of
the minutes. -----

----- RESOLUTIONS OF THE SHAREHOLDERS ADOPTED OUTSIDE ---
----- OF A GENERAL SHAREHOLDERS' MEETING -----

----- Article 17 -----

1. A resolution of the general meeting may also be -----
adopted alternatively by casting votes in writing without
holding a meeting, provided that all parties with -----
attendance rights consent to this manner of consultation.
Managing directors and supervisory directors ex officio -
have the right to advice in the decision-making procedure
without holding a meeting. They will be given sufficient
time to render advice. -----

2. The provision of article 14 paragraphs 10 and 12 and -
article 16 shall be similarly applicable. -----

----- FISCAL YEAR -----

----- Article 18 -----

The fiscal year of the corporation coincides with the ---
calendar year. -----

----- BALANCE SHEET, PROFIT AND LOSS ACCOUNT -----

----- Article 19 -----

1. Annually within eight (8) months after the end of the
fiscal year, except for an extension of this term by six
(6) months at most by the general meeting because of ----
special circumstances, the board of managing directors --
shall draw up the annual accounts, at least consisting of
a balance sheet, a profit and loss account and an -----
explanatory memorandum on these documents. -----

2. The drafted annual accounts shall be signed by all the
managing directors and all the supervisory directors. If
the signature of one (1) of them should be lacking, the -
reason there for shall be communicated. -----

3. The drafted annual accounts shall be submitted to the
general meeting for its confirmation and approval. -----

4. The drafted annual accounts shall be made available at
the office of the corporation for inspection by the -----
shareholders or their proxies from the date of the -----
summons to the general meeting at which these documents -
are to be approved until the close of said meeting. -----

5. The general meeting has the power to appoint an -----
external expert to regularly supervise the accounting ---
procedures, as well as to render an account to the -----

general meeting on the annual accounts drafted by the ---
board of managing directors. -----

DISTRIBUTION OF PROFITS -----

Article 20 -----

1. In immediate correlation with the approval of the ----
annual accounts, the general meeting shall decide on ----
whether or not to distribute or withhold any dividends or
make any other distributions from the equity as -----
evidenced by the annual accounts. -----

2. The board of managing directors is authorized to -----
decide on interim distributions for the account of a ----
current fiscal year or a past fiscal year, of which the -
annual accounts have not yet been confirmed and approved.

Article 21 -----

No distributions shall be made to the shareholders if the
equity of the corporation should be less than the nominal
capital or if the equity of the corporation should -----
thereby become less than the nominal capital of the ----
corporation. -----

CORPORATE AGREEMENT -----

Article 22 -----

1. The corporation is authorized to become a party to an
agreement between itself and its shareholders: to be ----
referred to hereinafter as the corporate agreement -----
pursuant to article 2:127 of the Civil Code. -----

2. Provisions in an agreement as referred to in this ----
article are null and void to the extent that they would -
entail consequences which are in violation of the law or
the articles of incorporation. -----

CONVERSION, MERGER AND DEMERGER -----

Article 23 -----

1. In accordance with the provision of Sections 2:300 and
the following of the Civil Code, the corporation has the
power to be converted into another legal form. -----

2. In accordance with the provision of Sections 2:304 and
the following of the Civil Code, the corporation has the
power to be converted into a foreign legal entity, -----
provided that as a consequence thereof the -----
corporation continues its existence in the elected legal
form subject to the pertinent foreign law governing such
a foreign legal entity. -----

3. The provision of Section 2:309 and the following of --
the Civil Code shall be similarly applicable to a merger,
if any, in which the corporation is engaged. As the ----
disappearing or acquiring corporation pursuant to article
2:309 and the following of the Civil Code a foreign ----
corporation with a comparable legal status may also be --
involved, provided that the governing law of such foreign
corporation does not oppose the merger or the manner in -
which it has come into being. -----

4. The provision of Section 2:335 and the following of --

the Civil Code shall be applicable to a demerger, if any, to which the corporation is a party. -----

5. Resolutions of the general meeting concerning a -----
conversion, a merger or a demerger shall be similarly ---
subject to the provision of article 24, paragraph 1 and -
2. -----

----- AMENDMENT OF THE ARTICLES OF INCORPORATION ---
----- AND DISSOLUTION OF THE CORPORATION -----

----- Article 24 -----

1. Resolutions on amendment of the articles of -----
incorporation or dissolution of the corporation may only
be adopted by a majority of at least three/fourths (3/4)
of the votes cast at a general meeting in which at least
three/fourths (3/4) of the nominal capital is -----
represented. -----

2. If the capital required is not represented at the ----
meeting, a second meeting shall be called, to be held ---
within two (2) months after the first, at which second --
meeting valid resolutions may then be adopted on such ---
subjects, by a three/fourths (3/4) majority of the votes
cast, regardless of the capital represented at the second
meeting. -----

3. In the event of dissolution of the corporation the ---
liquidation shall take place subject to such terms and --
conditions as laid down by the general shareholders' ----
meeting. -----

4. If the profit and loss account of the fiscal year ----
ending on the date of the dissolution of the corporation
should indicate a profit balance, this balance shall be -
distributed in accordance with the provision in article -
21 of these articles of incorporation. -----

5. The surplus balance after liquidation shall be -----
distributed to the shareholders in proportion to the ----
amounts paid up on each share. -----

6. After completion of the liquidation procedure the ----
books and records of the corporation shall be kept in the
custody of the liquidator or a custodian designated for -
that purpose by the general meeting during the period ---
stipulated by the law. -----

Finally the appearer, acting as aforementioned, stated: -
- that at the time of entering into force of this deed of
amendment the nominal capital shall amount to twelve ----
thousand United States Dollar (USD. 12,000.00), divided -
into twelve thousand (12,000) shares, each share with a -
nominal value of one United States Dollar (USD. 1.00); --
The appearer is known to me, the notary. -----

----- In witness whereof -----

The foregoing has been recorded in a single original ----
executed in Curaçao on the date mentioned in the heading
hereof. -----

After a summary of the contents hereof was stated to the
appearer and she had replied that she had taken notice of
the contents hereof and did not deem it necessary for the
entire text to be read, the appearer and I, the notary, -
set our hands hereunto immediately after the reading of -
the parts required by law to be read out. -----
was signed: M.A. Beaujon-Berends; C.A.P. Baaten. -----

ISSUED AS A TRUE COPY
On June third, two
thousand and twenty-two.



A large, stylized handwritten signature in black ink, likely belonging to the notary, C.A.P. Baaten.

I hereby confirm that
this is a true copy of the
original document, which
I have seen and verified.

A handwritten signature in blue ink, likely belonging to E.P.A. Romer.

February 20,
2023

E.P.A. Romer, LL.M
Lawyer

T: (+5999) 747-1401