

# REPUBLIC OF LIBERIA MINISTRY OF FOREIGN AFFAIRS MONROVIA, LIBERIA

### **APOSTILLE**

(Hague Convention of 5 October, 1961)

1. COUNTRY: REPUBLIC OF LIBERIA

THIS PUBLIC DOCUMENT IN RE: "ARTICLES OF AMENDEMENT OF ARTICLES OF INCORPORATION OF INTERNATIONAL CONSULTANT CAPITAL (ICC) ISSUED FEBRUARY 18, 2009 AND SIGNED BY JOHNSON N. GWAIKOLO," is genuine and authentic.

- 2. Has been signed by **JOHNSON N. GWAIKOLO**
- 3. Acting in the capacity as DEPUTY MINISTER/ADMINISTRATION, MINISTRY OF FOREIGN AFFAIRS, REPUBLIC OF LIBERIA.
- 4. Bears the stamp/signature of JOHNSON N. GWAIKOLO.
- 5. At Monrovia, Montserrado County.

### CERTIFIED

- 6. the 16<sup>th</sup> day February, 2017.
- 7 By order of the Minister of Foreign Affairs.
- 8. NO. ALD/ 2-5/02/16/2017-086

10.

Deweh E. Gray

DEPUTY MINISTER/LEGAL COUNSELLOR

Liber wood Industry he

Republic of Liberia Monntserrado County Office of the Notary Public Monrovia, Liberia

## NOTARY CERTIFICATE

Personally Appeared Before Me in My Office within the City of Monrovia. Montserrado County, Republic of Liberia this 17TH day of SEPTEMBER . A. D. 2009 duly qualified Notary Public for and in the County of Montserrado and in the Republic Aforesaid the Parties to the attached documents:

THE TRUE AND CERTIFIED PHOTOCOPIES TO THE ORIGINAL COPIES OF NINE (9) SEPERATE DOCUMENTS WITH DIFFERENT DATES, MONTHS AND YEARS, ALL SIGNED BY THEIR AUTHORIZED AUTHORITIES

and did in my presence and in the presence of each other explicit FORE and signed their genuine signatures on the said Instrument of the bethe person (s) they represent and that the same was made in presence and declared by each of them to be their voluntary according to their own hand writing.

Therefore I Mary Mamie Howe, Notary Public aforesaid. have attached my Official Signature Notary Seal to avail when and where Necessary.

I have affixed my genuine Signature attesting to this transaction by the power vested in me this 17TH day of SEPTEMBER, A. D. 9109

MARY MAMIE HOWE PROCESSED M: CLIR. NYENATI TUAN

NOTARY PUBLIC, MONISERRADO COUNTY, R.L. \$2.50 REVENUE STAMPS AFFIXED ON THE ORIGINAL



ERIA \$30

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### REPUBLIC OF LIBERIA MINISTRY OF FINANCE CENTRAL BANK COLLECTORATE TREASURY RECEIPT



No 560412

DATE 02/18/2009

KIND

TAX PAYER INTERNATIONAL CONSULTANT CAPITAL

COUNTY MONTSERRADO

Amenoment of Article of Incorporation

HIN

TAX CODE BANK CODE TAX MEMIOD

1422 18F 204

01/01/09 12/31/09 TOTAL

US\$10.00

AMOUNT IN WORDS TEN 00/100

CASH

R" EIVED BY: (Name Printed)

SILL NO JUSUSE

AUTHORIZED SIGNATURE

Printed by 🐉 to re-order fax +44 1256 605 file

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I CERTIFY THIS DOCUMENT TO BE A TRUE COPY OF THE ORIGINAL SIGHTED BY ME.

NOTARY PUBLIC/MONTSERRADO COUNTY, REPUBLIC OF LIBERIA





LIBERIA

Republic of Liberia Monntserrado County

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Office of the Notary Public Monrovia, Liberia

## NOTARY CERTIFICATE

Personally Appeared Before Me in My Office within the City of Monrovia. Montserrado County, Republic of Liberia this 18th day of represent . A. D. 2009 duly qualified Notary Public for and in the County of Montserrado and in the Republic Aforesaid the Parties to the attached documents:

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
INTERNATIONAL CONSULTANT CAPITAL (ICC)

and did in my presence and in the presence of each other execute and signed their genuinous gnatures on the said Instruments (s) to be the person (s f soly represent and that the same was made in my presence and action to be their voluntary acts and in their own sound excellent 10

Therefore Pettary Marie Howe, Notary Public aforesaid, have attached my Official Signature Notary Seal to avail when and where Necessary.

I have affixed my genuine Signature attesting to this transaction by the power vested in me this 18th day of February . A. D. 2009

School September 200

LIBERIA

MARY MAMIE HOWE

NOTARY PUBLIC, MONTSERRADO COUNTY, R.L. \$2.50 REVENUE STAMPS AFFIXED ON THE ORIGINAL REPUBLIC OF LIBERIA )
MONTSERRADO COUNTY)

# ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF INTERNATIONAL CONSULTANT CAPITAL (ICC)

Under Section 9.4 of the Business Corporation Act, we the undersigned, Chairman and Secretary of the International Consultant Capital (ICC), a corporate entity duly organized and existing under the Laws of the Republic of Liberia, for the purpose of amending the Certificate of Incorporation, do hereby:

- 1. The name of the Corporation is INTERNATIONAL CONSULTANT CAPITAL (ICC)
- The Certificate of Incorporation was filed with the Ministry of Foreign Affairs of the Republic of Liberia on the 8<sup>th</sup> day of October, A.D. 2007.
- 3. The Certificate of Incorporation is hereby amended as follows:
- A. Article VI which presently reads:

The maximum number of shares of stock which the Corporation is authorized to issue and have outstanding at any time is One Hundred (100), all of which shall be NO PAR VALUE and shall be registered shares, and the number of shares which each subscriber subscribes to have are:

NAME	ADDRESS	NO. OF SHARES
Willie, Mulbah	P.O. Box2019 Warren Street & Camp Johnson Road Monroyia, Überia	100%

Is hereby amended and verified to read thus

The maximum number of shares of stock which the Corporation is authorized to issue and have outstanding at any time is One Hundred (100), all of which shall be NO PAR VALUE and shall be registered shares, and the number of shares which each subscriber subscribes to have are:

NAME	ADDRESS	NO. OF SHARES
1. Liberian Wand Inputity Tric	C/o P.O. Box 2019 Monrovia, Liberia	92.5%
Wille Mulbah	P.O. Box 2019 Warren Street &	7.5%
	Camp Johnson Road Monrovia, Liberia	

- All other articles of the Articles of Incorporation of this Corporation not expressly amended, deleted and are destructed shall remain in full force and have effect of the law.
- C. That upon the filing of these Articles of Amendment with the Minister of Foreign Affairs of the Republic of Liberia, the Amendment shall become effective as of the date of filing.

IN WITNESS WHEREFORE, WE HAVE SUBSCRIBED AND ACKNOWLEDGED THIS INSTRUMENT ON THIS 18<sup>37</sup> DAY OF FEBRUARY, A.D. 2009.

CHAIRMAN

\$12.00 Revenue Stamps Affixed on the Original.

SECRETARY

COPY OF THE ORIGINAL SIGHTED BY ME COPY OF THE ORIGINAL SIGHTED BY ME COPY OF THE ORIGINAL SIGHTED BY ME COUNTY, REPUBLIC/MONTSERRADO COUNTY, REPUBLIC OF LIBERIA



LIBERIA \$3

### **RESOLUTION OF THE BOARD OF DIRECTORS**

## INTERNATIONMAL CONSULTANT CAPITAL (ICC).

We, the Chairman and Secretary of International Consultant Capital (ICC) a Corporate entity duly organized and existing under the Association Law of the Republic of Liberia, do hereby certify:

THAT at a meeting of the Board of Directors of International Consultant Capital (ICC), held at the Corporation head office, in the City of Monrovia, Montserrado County, Republic of Liberia, on the 17th day of February, A.D. 2009 at 3:30 PM, for the purpose of redistributing the shares of the Corporation; for which meeting notice was duly given in the manner prescribed by the By-laws of the Corporation. The following Resolution was duly adopted by the Board of Directors:

RESOLVED: That the shares of the Corporation on be redistributed as follows:

- 1. Liberian Wood Industry, Inc......92.5%
- 2. Willie, Mulbah...... 7.5%

A motion was taken and agreed upon by all Board of Directors members present that the Resolution be effected immediately.

IN WITNESS WHEREOF, WE HAVE, IN OUR CAPACITIES, EXECUTED THIS RESOLUTION ON THIS

17th DAY OF February, A.D. 2009.

CHAIRMAN

I CERTIFY THIS DOCUMENT TO BE A TRUE COPY OF THE ORIGINAL SIGHTED BY ME.

NOTARY PUBLIC/MONTSERRADO COUNTY REPUBLIC OF LIBERIA

LIBERIA



Republic of Liberia Monntserrado County

Office of the Notary Public Monrovia, Liberia

### NOTARY CERTIFICATE

Personally Appeared Before Me in My Office within the City of Monrovia. Montserrado County, Republic of Liberia this day of . A. D. 20 07 duly qualified Notary Public for and in the Country of Montservado and in the Republic Aforesaid the Parties to the attached documents:

## ARTICLES OF INCORPORATION

International Consultant Capital (ICC)

and did in my presence and in the presence of each other execute and signed their genuine signatures on the said Instruments (s) if be the person (s) they represent and that the same was made in mix presence and declared by each of them to be their voluntary acts and in their own hand writing.

Therefore I Mary Han are Notary Public aforesaid. have attached my Official Velary Seal to avail when and where Necessary

my gendine Signature attesting to any clear by the power vested in me this . 2. 9. 2007



Myrung MARY MAMIE HOWE

NOTARY PUBLIC, MONTSERRADO COUNTY, R.L. \$2.50 REVENUE STAMPS AFFIXED ON THE ORIGINAL.

I CERTIFY THIS DOCUMENT TO BE A TRUE -COPY OF THE ORIGINAL SIGHTED BY ME

NOTARY PUBLIC/MONTSERRADO COUNTY, REPUBLIC OF LIBERIA

- 12 To establish in all aspects of real estate business;
- To export and import general merchandise into the Republic of Liberia from any and all foreign countries, as principals or agent, merchandise of any kind and nature for exportation, and importation, and importation into the Republic of Liberia from all foreign countries thereto, and to purchase and sell domestic merchandise in foreign merchandise in foreign markets and to a general foreign and domestic exporting and importing business;
- To do all such other acts and activities, engage in any and all other businesses and perform any all other functions as a corporation in Liberia legally and lawfully do and perform.
- And generally to engage in any lawful act or activity for which Corporation may be hereafter organized under the Liberian Corporation

### ARTICLE III

The Corporation shall have perpetual existence.

### ARTICLE IV

The Registered and Principle Office of the Corporation shall be P. O. Box 2019, 1000 Monrovia 10, Liberia, West Africa; and its Registered Agent shall be and is Willie Mulbah.

### ARTICLE V

The amount of capital with which the Corporation shall commence business shall not be less than \$50,000.00 (FIFTY THOUSAND DOLLARS).

### ARTICLE VI

The maximum number of shares of stocks which the Corporation is authorized to issue and have outstanding at any time is One Hundred (100), all of which shall be of 100 PAR VALUE and shall be registered shares, and the number of shares which subscriber subscribes to have are:-

NAME

POST OFFICE ADDRESS

No. OF SHARES

Willie, Mulbah

P. O. Box 2019 Warren Street & Camp Johnson Monrovia, Liberia

100%

#### ARTICLE VII

The number of directors, constituting the initial Board of Directors shall not be less than three (3) who, subject to the provisions of these Articles of Incorporation, the By-Laws and the Liberian Business Corporation Act of 1976 shall hold office for the first year of the Corporation's existence or until their successors are elected and have been duly qualified.

> I CERTIFY THIS DOCUMENT TO BE A TRUE COPY OF THE ORIGINAL SIGHTED BY ME

NOTARY PUBLIC/MONTSERRADO

COUNTY, REPUBLIC OF LIBERIA



LIBERIA

### - 3 -ARTICLE VIII

The Name and Post Office Address of the Incorporator of these Articles of Incorporation is as follows:-

NAME

POST OFFICE ADDRESS

Willie Mulbah

P. O. Box 2019 Warren Street & Camp Johnson Monrovia, Liberia

### ARTICLE IX

In furtherance, and not in limitation of the powers conferred by Statutes, the Board of Directors are expressly authorized to adopt the By-Laws of the Corporation and to subsequently amend or repeal same, subject to repeal, amendment or change of action by the Shareholders.

### ARTICLE X

The Corporation shall indemnify any and all of its Directors or Officers, or any person who may have served at the request of the Corporation as a Director or Officer of another Corporation in which it owns shares of capital stock or of which it is a Creditor, against expenses actually and necessarily incurred by them in connection with defense of any action, suit, or proceeding in which they, or any of them, are made parties or party, by reason of being or having been directors or officers or a director or an officer of the Corporation, except in relation to matters as to which any such director or officer or person will be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance of duty. Such indemnification shall not be deemed exclusive of any rights to which those indemnified may be entitled, under any By-Laws, agreement, vote of stockholders, or otherwise.

### ARTICLE XI

The Corporation's existence shall be deemed to commence upon the filing of these Articles of Incorporation with the Minister of Foreign Affairs, effective as of the filing date stated thereon.

> IN WITNESS WHEREOF, I have made, subscribed and acknowledged this Instrument this October, A. D. 2007.

IN THE PRESENCE OF:

WILLIE MULBAH.

INCORPORATOR

\$12.00 Revenue Stamps Affixed on the Original.

Notary Certificate Attached



LIBERIA

I CERTIFY THIS DOCUMENT TO BE A TRUE COPY OF THE ORIGINAL SIGHTED BY ME

NOTARY PUBLIC/MONTSERRADO OUNTY, REPUBLIC OF LIBERIA



