

USD 1009536

REPUBLIC OF LIBERIA  
MINISTRY OF FINANCE  
CENTRAL BANK COLLECTORATE  
TREASURY RECEIPT

LIBERIA TREE AND TRADING COMPANY (LTTC), INC.

COUNTY MONTSERRADO  
TAX PAYER

TIN 500002

KIND

MFA - Amendment of Articles of Incorporation

TAX CODE BANK CODE TAX PERIOD

02/28/14

10.00

US\$10.00

UNITED STATES DOLLARS

US\$

TELLER 61

2014 FEB 28 P 2:41

CENTRAL BANK OF LIBERIA

AMOUNT IN WORDS TEN ... 00/100

CASH

BPS NO 1620252

BILL NO

RECEIVED BY: (Name Printed)

Workstation: CBLBIR3

AUTHORIZED SIGNATURE

Printed by



Republic of Liberia  
Montserrado 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 28TH day of FEBRUARY, A. D. 2014 duly qualified Notary Public for and in the County of Montserrado and in the Republic Aforesaid the Parties to the attached documents:-

AMENDMENT OF ARTICLES  
OF  
ARTICLES OF INCORPORATION  
OF

LIBERIA TREE AND TRADING COMPANY (LTTC), INC.

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

28TH day of FEBRUARY, A. D. 20 14



**MARY MAMIE HOWE**

TUAN WREH LAW FIRM: PROCESSED BY CLR. NYENATI TUAN

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

REPUBLIC OF LIBERIA )  
MONTERRADO COUNTY)

**AMENDMENT OF ARTICLES  
OF  
ARTICLES OF INCORPORATION  
OF  
LIBERIA TREE AND TRADING COMPANY (LTTC), INC.**

The undersigned, for the purpose of amending the Articles of Incorporation of Liberia Tree and Trading Company (LTTC), Inc. pursuant to the provisions of the Liberia Business Act, hereby makes, subscribes and file in the Office of the Ministry of Foreign Affairs of the Republic of Liberia, this Instrument for the purpose(s) as follows:

ARTICLE 1

The Articles of Incorporation was filed in the Office of the Minister of Foreign Affairs on the 25<sup>th</sup> day of April, A. D. 2006.

ARTICLES 1X

The Corporation is an open enterprise, the names and post office address of the initial Shareholders and the number of shares subscribed to is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u># OF SHARE</u>
1. Ricks Y. Toweh	P. O. Box 2331 Monrovia, Liberia	50%
2. Nyunyun Johnson Toweh	" "	15%
3. Nunah T. Gblozuo	" "	15%
4. Outstanding	" "	20%

**Is hereby amended to read thus:**

ARTICLES 1X

The Corporation is an open enterprise, the names and post office address of the initial Shareholders and the number of shares subscribed to is as follows:

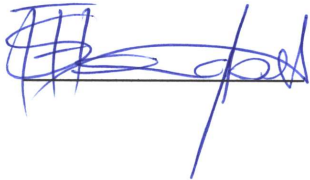
<u>NAME</u>	<u>ADDRESS</u>	<u># OF SHARE</u>
1. Nyunyun Johnson Toweh	P. O. Box 2331 Monrovia, Liberia	65%
2. Nunah T. Gblozuo	" "	15%
3. Outstanding	" "	20%

All other Articles of Incorporation of Liberia Tree and Trading Company (LTTC), Inc. not expressly amended, deleted and/or subscribed shall remain in full force and have effect of the law.



IN WITNESS WHEREOF, THE UNDERSIGNED  
HAVE HERETO SET THEIR HANDS AND AFFIXED  
THEIR SIGNATURES THIS 28<sup>th</sup> DAY OF  
FEBRUARY, A. D. 2014.

IN THE PRESENCE OF:



  
Nyanyan Johnson Toweh

\$5.00 Revenue Stamps Affixed on the Original Copy

REPUBLIC OF LIBERIA )  
MONTSERRADO COUNTY)

**RESOLUTION  
OF THE  
BOARD OF DIRECTORS  
OF**

**LIBERIA TREE AND TRADING COMPANY (LTTC), INC.**

We, the Chairman and Secretary of **LIBERIA TREE AND TRADING COMPANY (LTTC), INC.**, a Corporation duly organized and existing under the Laws of the Republic of Liberia, do hereby certify:

THAT, the LIBERIA TREE AND TRADING COMPANY, (LTTC), INC. gained its corporate status 25<sup>th</sup> day of April, 2006 to actively engage in the business of extracting round logs and the processing thereof within the Republic of Liberia;

THAT, pursuant to **Articles IX of the Articles of Incorporation**, the Board of Directors has unanimously agreed to amend the said Article with the view of changing the name one (1) of Shareholders and the re-distribution of the remaining Shares of the Articles of Incorporation;

THAT, THAT, a meeting of the Board of Directors of LIBERIA TREE AND TRADING COMPANY (LTTC), INC. held at the Corporation's Head Office in the City of Paynesville, County of Montserrado, Liberia on the 26<sup>th</sup> day of February, A. D. 2014 for the purpose of amending **Article IX** of the Articles of Incorporation.

THAT, 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 name of one (1) of the Shareholders be changed and the Shares shall be re-distributed in the following manner: Nyunyun Johnson Toweh ..... 65%, Nunah T. Gblorzuo .....15% and OUTSTANDING .....20%. The Acting Head of the Corporation Madam Nyunyun Johnson Toweh shall proceed forthwith with the **Amendment of Article IX of the Articles of Incorporation** as stated therein for the smooth running of the Corporation.

A motion was taken and agreed upon by the members of the Board of Directors that, the amendment be effected immediately.

IN WITNESS WHEREOF, WE HAVE IN OUR RESPECTIVE CAPACITIES EXECUTED THIS RESOLUTION ON THIS 26<sup>th</sup> DAY OF FEBRUARY, A. D. 2014.

  
\_\_\_\_\_  
SECRETARY

  
\_\_\_\_\_  
CHAIRMAN

\$5.00 Revenue Stamps affixed on the Original Copy.





0M3W553

*[Signature]*

REPUBLIC OF LIBERIA  
MINISTRY OF FINANCE  
CENTRAL BANK COLLECTORATE  
OFFICIAL RECEIPT



No 114345  
DATE 04/25/2006

TAXPAYER THE LIBERIA TREE AND TRADING COMPANY, INC  
COUNTY MONTSEPRADO

KIND \_\_\_\_\_ TIN \_\_\_\_\_

MISCELLANEOUS RECEIPT  
TAX CODE 311106 BANK CODE 999 TAX PERIOD 01/01/06 - 12/31/06 AMOUNT 50.00

TOTAL US\$50.00

AMOUNT IN WORDS FIFTY ... 00/100  
CASH  
TELLER 12

BPS NO 114156  
BILL NO 089533

RECEIVED BY *[Signature]*  
INITIALS OF LIBERIA  
AUTHORIZED SIGNATURE

Workstation CELA21



Republic of Liberia  
Montserrado County

Office of The Notary Public  
Monrovia, Liberia

## NOTARY CERTIFICATE

Personally appeared before me ALBETHA W. SIMPSON  
A Duly Qualified Notary Public For The County of Montserrado,  
Republic of Liberia Aforesaid The Parties To The Attached

### ARTICLES OF INCORPORATION OF

THE LIBERIA TREE AND TRADING COMPANY, INC.

did in my presence and in the presence of each other execute  
and sign their genuine signatures on the said Instrument to be  
the person (s) they represent and that the same was made in  
my presence and declared by each of them to be their volunt-  
ary acts and in their own hand writing.

Therefore, I, ALBETHA W. SIMPSON, Notary Public aforesaid  
have attached my Official Signature and Notary Seal to avail  
when and where necessary.

Given officially from under my hand and seal  
of office this 21st day of APRIL  
A D. 2006

Seal



1.50 Revenue Stamp





REPUBLIC OF LIBERIA )  
MONTSERRADO COUNTY )

**ARTICLES OF INCORPORATION  
OF  
THE LIBERIA TREE AND TRADING COMPANY, INC.**

We, the undersigned, for the purpose of forming a corporation do hereby make, subscribe, acknowledge and filed into the office of the Minister of Foreign Affairs of the Republic of Liberia, this application for a Certificate of Incorporation, pursuant to the provision of the Business Corporation Act of January 3, 1977.

**ARTICLE I**

The name of the Corporation shall be and hereafter referred to as "THE LIBERIA TREE AND TRADING COMPANY, INC."

**ARTICLE II**

The aims and objectives of the Corporation shall be as follows:

1. To engage in general business of Forestry-Timber and Logging, general business of commerce, trade and investment including the procurement, purchase, sales import, export, distribution and utilization of both Liberia and/or Foreign produce, goods, commodities and all articles of Commerce;
2. To engage in the wholesome business of agriculture, animal husbandry, prospecting and mining of gold/diamond, sawmilling, distribution, sale and exportation, in Liberia and any other foreign part of the World;
3. To operate Cold Storage Facilities, fishing operation, import, export, manufacture, purchase, sell, and distribute all kinds of frozen fish, pork meat, frozen food products;
4. To manufacture, import, export, sell, purchase, and distribute all types of general merchandise and personal property of all manner and description;
5. To acquire all or any part of the goodwill, rights, property and business if any person or Corporation heretofore or hereinafter engaged in any business similar to and business which the Corporation has power to conduct, to pay the same in cash, utilize and in any lawful manner, dispose of the whole or any part of the rights and property so acquired, and to assume in connection therewith and liabilities or any such person or corporation;
6. To lend money, invest funds or make guarantees from time to time, to such extent as the Corporation may deem advisable in securities, cash and/or time loans or otherwise, upon such security, if any, as the Board of Directors may determine, but the Corporation shall not engage in banking business or exercise any banking powers and nothing in this Certificate contained shall be deemed to authorize it to do so;
7. To borrow money and contract debts or other obligations for the successful prosecution of any of these purposes of the Corporation from time and without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bonds, debentures bill of lading and other negotiable and non-negotiable instrument and evidence of indebtedness and to secure the payment thereof and of the interest thereon





8. To act in any and all parts of the World in any capacity whatsoever as agent, representative, factor, broker, trustees, Attorney-In-Fact, administrators, executors, or any other representative capacity, for any person, estates, fire or corporation engaged in the business of financing, investment, trade, agriculture, manufacturing and other business enterprises;
9. To enter into all kinds of contracts, contract rights, contract obligations, and other agreement with any agency or municipality of government of Liberia or the Government of Liberia itself, in connection with any rights concession, privilege, license, permission, patents and other such things which may be necessary for the operation of the Corporation and its business activities;
10. To acquire by lease, assignment or otherwise land and real estate for the Construction and operation of Cold Storage Facilities, Industries, Warehouses, Residential and Office Complexes;
11. To issue, purchase, hold, sell, transfer, re-issue or cancel the share of its own capital stock or any securities of the Corporation in the manner and to the extent now or hereafter permitted by the Liberian Business Corporation Act and provided further that share of its own capital stock owned by the Corporation shall not be voted upon directly or indirectly, not counter as outstanding for purpose of or any stockholder's quorum or vote;
12. To issue or otherwise acquire, hold, own mortgage, pledge, hypothecate, build, erect, construct, maintain, develop, improve and operate, sell or otherwise dispose of lands, improvements, warehouses, factories, building, structures, piers, wharves, miles, dams, vehicles and all other properties and things of every kind and description, real, personal or mixed tangible or intangible within and outside Liberia and in any part of the world;
13. To do any all of the acts and things herein set forth and in general, to carry on any other similar business which is incidental and conducive or convenient and proper to the attainment of the foregoing purposes or any of them and which how or hereafter may be lawful for the Corporation to perform and exercise under the laws of Liberia to establish and maintain offices and agencies within and anywhere outside of Liberia and to exercise any and all of its corporate power and rights in Liberia and in any Foreign country provided that nothing herein contained shall be construed as given the Corporation any rights, power or privileges not now or hereafter permitted by the Liberian Business Corporation Act, to Corporation formed or Incorporated there under.





### ARTICLE III

The Corporation shall have a perpetual existence.

### ARTICLE IV

The registered office of the Corporation shall be in Paynesville, Monrovia, P. O. Box 2331, Monrovia 10, Liberia, and the Registered Agent there shall be Ricks Y. Toweh, at Omega Tower, Paynesville, Monrovia, Liberia.

### ARTICLE V

The aggregate number of shares of stock that the Corporation is authorized to issue is 500 shares, all of which shall be issued without a par value. The shares shall be issued in registered form.

### ARTICLE VI

The name and post office address of the Incorporators of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
1. Ricks Y. Toweh	P. O. Box 2331, Monrovia, Liberia
2. Nyunyun Johnson Toweh	P. O. Box 2331, Monrovia, Liberia
3. Nunah T. Gblozuo	P. O. Box 2331, Monrovia, Liberia

### ARTICLE VII

The number of directors constituting the initial Board shall not be more than five (5) nor less than three (3) person.

### ARTICLE VIII

In furtherance and not in limitation of the powers Conferred by statue, the Board of Directors is expressly authorized to adopt the By-Laws of the Corporation, and to subsequently amend or repeal same, subject to repeal or change by action of the shareholders.

### ARTICLE IX

The name and post office address of the Incorporator to the capital stock of the corporation and the amount of shares that he agrees to purchase is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u># OF SHARES (100%)</u>
1. Ricks Y. Toweh	P. O. Box 2331, Monrovia, Liberia	50%
2. Nyunyun Johnson Toweh	P. O. Box 2331, Monrovia, Liberia	15%
3. Nunah T. Gblozuo	P. O. Box 2331, Monrovia, Liberia	15%
Outstanding.....		20%





## ARTICLE X

The Corporation shall indemnify any person who is a party to or is threatened to be made a party to any threatened, pending or Contemplated action suit or proceeding, whether criminal, administrative or investigative (other than an action by or in the right of the Corporation) by reason of the fact that such person is or was a director, officer, employee or agent of this Corporation against expenses including attorney's fees, judgments fines and amounts paid in settlement actually reasonably incurred by him / her in connection with such a suit and or proceeding if such person acts in good faith and in manner he reasonably believes to be in or not opposed to the best interest of the Corporation.

## ARTICLE XI

The Corporation's existence shall begin upon the filing of these Articles of Incorporation with the Minister of foreign Affairs as of the filing date stated hereon.

IN WITNESS WHEREOF, we have made,  
Subscribed, and acknowledged this instrument  
this 21<sup>st</sup> day of April A. D. 2006.

IN THE PRESENCR OF:

Dwedin Johnson  
Sam Obeardor  
Yingbe

Ricks Y. Toweh  
RICKS Y. TOWEH (INCORPORATOR)  
Nyunyun J. Toweh  
NYUNYUN J. TOWEH (INCORPORATOR)  
Nunahn T. Gblorzuo  
NUNAHN T. GBLORZUO (INCORPORATOR)

\$ 12.00  
JE STAMPS  
AFFIXED TO THE ORIGINAL

