TAX PAYMENT RECEIPT

LRA

LIBERIA REVENUE AUTHORITY

TAX PAYMENT RECEIPT

USD 575929

RECEIPT No: 46189

TIN: 500865539

DATE: September 21 2018

TAXPAYER: MADRIS AND COMPANIES, INCORPORATED

BRANCH:

Cash	20.00 USD
Total Payment	**20.00 USD**

Tax Type	Tax Period	Bill No	Assmt No	Tax USD	Penalties USD	Interests USD	Total USD
LBR DOMESTIC INCC	September 2018		553365	20.00	0.00	0.00	20.00

USD

Amount in Words: Twenty United States Dollars ... United States Dollars ...00/100

Kolu Ballah

CENTRAL BANK OF LIBERIA

2018 SEP 21 P 4:45

BPS No: 016301690

Payment Location: CENTRAL BANK LIB

KOLU C BALLAH

TELLER #34

0.00 USD

LEGAL (ii-A)

Republic of Liberia

Montserrado County

***Cell* :0886 528084/0886490789/0881012826/0880312359/0776030897**

Email: sdoekpar 41946@gmail.com

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 20TH day of SEPTEMBER A.D.,2018 duly qualified and commissioned Notary Public of and in the County of Montserrado and in the Republic aforesaid the Parties to the attached Document(s):

ARTICLES OF INCORPORATION OF MADRIS AND COMPANIES, INCORPORATED

And Did In My Presence And In The Presence Of Each Other Execute And Sign Their Genuine Signatures On The Said Instrument(S) To Be Person(S) They Represent And That The Same Was Made In My Presence And Declared By Each Of Them To Be Their Own Handwriting(S);

Therefore, I, S. PETER DOE-KPAR Notary Public Aforesaid Have Affixed My Official Signature And Notary Seal To Avail When And Where Necessary.

I Have Affixed My Genuine Signature Attesting To This Transaction By The Power Vested In Me

SEAL: *THIS 20TH day of SEPTEMBER A.D.,2018*

S.PETER DOE-KPAR

REPUBLIC OF LIBERIA NOTARY S. PETER DOE KPAR PUBLIC MONTSERRADO COUNTY

REPUBLIC OF LIBERIA)
MONTSERRADO COUNTY)

ARTICLES OF INCORPORATION OF MADRIS AND COMPANIES, INCORPORATED

I, the undersigned, for the purpose of forming a corporation pursuant to the provisions of ***PART I, Business Corporations Act, of the Associations Law of Liberia (1976)***, do hereby make, subscribe, acknowledge and file in the office of the Registrar of the Liberian Business Registry of the Republic of Liberia this Instrument, for that purpose as follows:

ARTICLE I

The name of the Corporation shall be and is **MADRIS AND COMPANIES, INCORPORATED.**

ARTICLE II

The Corporation shall have perpetual existence and successions.

ARTICLE III

The general nature of the Business in which the Corporation shall engage is as follows:

1. To engage in fishing and fisheries related activities/business.

2. To engage in import, export, processing and sale of fish and fish-related products.

3. To import, operate and sell cold storage facilities and equipment.

4. To purchase and hold interest in subsidiary entities.

5. To engage in any and all lawful business within and out of the Republic of Liberia.

6. To act in any and all parts of the world in any capacity whatsoever, as agent, representative, factor, broker, trustee, Attorney-In-Fact, administrator, executor, or any other representative capacity, for any person, estate, firm or corporation engaged in lawful business enterprises within and out of the Republic of Liberia.

7. To acquire all or any part of the goodwill, rights, property and business of any person or corporation heretofore or hereinafter engaged in any business similar to any business which the Corporation has power to conduct, to pay for the same in cash, or in securities of the Corporation or otherwise to hold, utilize and dispose of any part of the rights and property so acquired, and to assume in connection therewith any liabilities to any such person or corporation.

8. To enter into, make, perform, or execute, cancel and rescind contracts for any lawful purpose, conducive to the attainment of the objectives of the Corporation with any person, firm, corporation or public authority and, to sue and be sued, enter into and defend civil actions and all other legal proceedings in any court of the Republic of Liberia.

9. To issue, purchase, hold, sell, transfer, re-issue or cancel shares 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 shares of its own capital stock owned by the Corporation shall neither be voted upon directly or indirectly, nor counted as outstanding for purpose of any stockholder's quorum or vote.

REPUBLIC OF LIBERIA NOTARY S. PETERDOE KPAR PUBLIC MONTSERRADO COUNTY

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10. To issue or otherwise acquire, hold, own, mortgage, pledge, hypothecate, build, erect, construct, maintain, develop, improve and operate, sell or otherwise dispose of assets of the company (real or chattels).

11. To do any and all of the acts and things herein set forth and in general, to carry on any other similar business which is incidental and conducive to, or convenient and proper for the attainment of the foregoing purposes or any of them and which now or hereafter may be lawful for Corporation to perform and exercise any and all of its corporate powers and rights in Liberia and in any foreign country; provided that nothing herein contained shall be construed as giving the Corporation any rights, powers, or privileges not now or hereafter permitted by the Liberian Business Corporation Act to Corporation formed or incorporated hereunder.

12. The foregoing clauses shall be construed as both purposes and powers and the matters expressed in each clause shall, except as otherwise expressly provided, be in no wise limited by reference to, or inference from the terms of any other clause, but shall be regarded as independent purposes and powers and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms of the general powers of the Corporation, nor shall the expression of one thing be deemed to exclude another, although it be of like nature, not expressed.

ARTICLE IV

An individual's equity and beneficial interest in the Corporation shall:

i) be evidenced by share certificate duly issued by Corporation.

ii) The aggregate number of shares of stock which the Corporation is authorized to issue shall be **one hundred (100) shares of no par value common stock**; any or all of which shall be issued either in the name of a particular individual (registered shares) or to bearer. The holder of a share certificate issued to bearer may cause same to be exchanged in his/her/its name for like number of shares and the holder of a registered stock certificate may cause his/her/its certificate to be issued to bearer for a like number shares.

iii) Provided, however, that at all material times the Corporation shall maintain a share registry in which all holders of shares, including those with bearer shares, shall be entered.

iv) Unless the Shareholders otherwise provide, the shares herein provided shall be of one class.

ARTICLE V

The name, address of the shareholder, number of shares and percentage of shares subscribed to by the subscriber to these Articles of Incorporation are as follows:

NAME	ADDRESS	# OF SHARE	%OF SHARES
Egon Kuiah	Marshall, Margibi County	100	100%

ARTICLE VI

The Registered Agent of the Corporation and the address of said Registered Agent, unless hereafter changed by resolution of the Board of Directors, shall be and the same is as follows:

Gbaintor Law Firm
Wroto Town, Airfield, Sinkor
P. O. Box 20-5488
1000 Monrovia 20 Liberia

REPUBLIC OF LIBERIA NOTARY S. PETERDOE KPAR PUBLIC MONTSERRADO COUNTY

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ARTICLE VII

The number of directors constituting the initial Board of Directors of the Corporation who are to serve until their successors are elected at the annual meeting of shareholders shall not be less than three (3).

ARTICLE VIII

In furtherance and not in limitation of the powers conferred by the Liberian Business Corporations Act, the Board of Directors is explicitly authorized to do the following:

i) To direct for new certificate or certificates of stock to be issued by the Corporation if alleged that a shareholder's certificate or certificates have been lost, or destroyed. When authorizing such issuance, the Board of Directors may, in its discretion and as a condition precedent to the issuance, require the owner of such lost or destroyed certificate or certificates or his legal representatives to advertise the same in such manner as the Board shall prescribe and/or give the Corporation bond in such sum as the Board may direct as indemnity against any claim that may be asserted against the Corporation with respect to the certificate(**s**) alleged to have been lost or destroyed.

ii) To adopt, amend or repeal the By-Laws of the Corporation.

iii) To elect a president, secretary, treasurer and such other officers to conduct the business of the Corporation.

ARTICLE IX

The Corporation shall indemnify any and all of its directors and officers or former directors and officers or any person who may have served at its request as director or officer of another corporation in which this Corporation owns shares or capital stock or of which it is a creditor, against expenses actually and necessarily incurred by them in connection with the defense or prosecution of any action, suite or proceeding in which they or any of them may be made party or parties, by reason of being or having been directors or officers of the Corporation; provided, however, in the event that upon the conclusion of any such action, suit or proceeding, it is adjudged that any director or officer was liable for negligence or misconduct in the performance of his duties, no indemnity shall accrue to such negligent or defaulting director or officer. Any indemnification shall be deemed exclusive of any other right to which those indemnified may be entitled to under any by-law, agreement, vote of shareholders, stature or otherwise.

ARTICLE X

In the absence of fraud, no contract or other transaction of the Corporation shall be affected or invalidated by the fact that any of the directors of the Corporation is in any way interested in or connected with any other party to such contract or transaction, or is himself the other party to said contract or transaction; provided that the interest of any such director in any such contract or transaction shall at the time be fully disclosed or otherwise known to the Board of Directors. Each and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for any benefit of himself or any person in which he may be in any way interested or connected. Any director of the Corporation may vote and act upon any matter, contract or transaction between the Corporation and another person without regard to the fact that he is also a member, director, or officer of, or has any interest in such other person. Any contract or other transaction of the Corporation or of the Board of Directors or any committee thereof, which shall be ratified by a majority of the quorum of the members entitled to vote at any annual meeting or a special meeting called for that purpose, shall be as valid and as binding as though ratified by every member of the Corporation except as otherwise provided by law; and provided, however, that any failure of the members of the Corporation to approve or ratify such contract or other transaction, when and if submitted, shall be deemed to render the same invalid or prohibit the directors or officers from proceeding with such contract or other transaction.

ARTICLE XI

The Corporation reserves the rights to alter, change, amend or repeal any provision(s) contained in these Articles of Incorporation, in manner now or hereafter prescribed by the Liberian Business Corporation Act, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE XII

The existence of the Corporation shall begin with the filing of these Articles of Incorporation with the Liberian Business Registry, effective as of the filing date stated thereon.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my signature on this ______ day of August, A. D. 2018.

James T. Mitchell
WITNESS

Cllr. William A. N. Gbaintor
INCORPORATOR

REPUBLIC OF LIBERIA
NOTARY
S. PETER DOE KPAR
PUBLIC
MONTSERRADO COUNTY

$12.00 Revenue stamps affixed on the original.

ARTICLES OF INCORPORATION

OF

MADRIS AND COMPANIES, INCORPORATED

REPUBLIC OF LIBERIA

Liberia Business Registry

The copy of this document is FILED in accordance with Section 1.4 of the Business Corporation Act on

SEPTEMBER 21, 2018

DATE OF FILING

10-05-18

REGISTRAR