**PRÓSPERA ZEDE**

Roatan, Islas de la Bahía, 19 de septiembre de 2019

Atte:
Sr. Carlos Alejandro Pineda Pinel
Secretario Alterno / Coordinador
Comision Permanente CAMP
Zonas de Empleo y Desarrollo Económico

Estimado Secretario Pineda,

Deseamos notificarle y presentarle la reciente acción oficial de la Zona de Empleo y Desarrollo Económico Próspera (la "Próspera ZEDE") de acuerdo con la Ley Orgánica de ZEDE, así como con la Sección 3.05(4) de la Carta Constitutiva y los Reglamentos de 23 de agosto de 2018 de la Próspera ZEDE (antes "ZEDE de North Bay"), enmendado por §§1-1-36-0-0-0-1.01 hasta 1-12-36-0-0-0-12.03.

Específicamente, el 18 de septiembre de 2019, el Secretario Técnico promulgó con la aprobación unánime de los fideicomisarios debidamente designados del Consejo de la Próspera ZEDE, en o por encima del umbral de mayoría de dos tercios de las personas elegibles requerido por la Sección 3.05(4) para aprobar y adoptar el estatuto adjunto titulado el "Promulgación de enmiendas al Estatuto de Regulación Industrial del ZNB." La votación se llevó a cabo de acuerdo con los procedimientos requeridos por la Carta Constitutiva y los Reglamentos, y con todas las debidas deliberaciones.

En consecuencia, como Secretario Técnico de la Próspera ZEDE, y en nombre del Consejo, respectivamente, presentamos ante el Comité para la Adopción de Mejores Prácticas para su aprobación el estatuto adjunto, el cual certificamos y atestiguamos es una copia auténtica del correspondiente registro público recibido y mantenido por el Secretario del Consejo.

Se ruega tenga a bien acusar recibo de la presente correspondencia y de su anexo.

. . .

**PRÓSPERA ZEDE**

Dear Secretary Pineda:

We wish to notify you and present to you the recent official action of the Próspera Economic Development and Employment Zone ("Próspera ZEDE") in accordance with ZEDE's Organic Law, as well as Section 3.05(4) of the Charter and Bylaws of August 23, 2018 of Próspera ZEDE (formerly "North Bay ZEDE"), as amended by §§1-1-36-0-0-0-1.01 through 1-12-36-0-0-0-12.03.

Specifically, on the 18th of September of 2019, the Technical Secretary promulgated with the unanimous approval of the duly appointed trustees of the Council of Próspera ZEDE, at or above the threshold of a two-thirds majority of eligible persons required by Section 3.05(4) to approve and adopt the statute herein titled "Enactment of amendments to ZNB Industrial Regulation Statute." The vote was conducted in accordance with the procedures required by the Charter and Bylaws, and with all due deliberations.

Accordingly, as Technical Secretary of Próspera ZEDE, and on behalf of the Council, respectively, we submit to the Committee for the Adoption of Best Practices for approval the attached statute, which we certify and attest is an authentic copy of the corresponding public record received and maintained by the Secretary of the Council.

Please acknowledge receipt of this correspondence and its annex.

Muy atentamente,

Erick A. Brimen
Erick A. Brimen (Sep 20, 2019)

Sr. Tristan M. Monterroso
Secretario Técnico
Próspera ZEDE
ots@zedenorthbay.org

Sr. Erick A. Brimen
Secretario del Consejo
Próspera ZEDE
ebrimen@newaycapital.com

Acuse de Recibo/Receipt Acknowledged

Carlos Alejandro Pineda Pinel (Sep 23, 2019) Sep 23, 2019

Sr. Carlos Alejandro Pineda Pinel Date
Secretario Alterno / Coordinador
Comision Permanente CAMP
Zonas de Empleo y Desarrollo Económico

cc: Ministro Ebal Diaz
Ministro Arnaldo Castillo
Sr. Octavio Sanchez

| | |
|---|---|
| **Codification:** | §2-2-55-0-0-0-1 through 2 (Amendment to §2-2-28-0-0-0-2(l)) |
| **Title:** | Enactment of amendments to ZNB Industrial Regulation Statute, §2-2-28-0-0-0-2(l) |
| **Promulgation Date:** | September 18, 2019 |
| **Authority for Promulgation:** | Próspera ZEDE ("PZ") Charter and Bylaws, as amended, §1-3-36-0-0-0-3.05(4) |

**OPERATIVE TEXT OF PZ RULE/ACTION:**

RESOLVED that pursuant to unanimous consent of the Technical Secretary and Council, the undersigned Technical Secretary promulgates with the prior approval of the trustees of the Próspera Council the following amendments to the ZNB Industrial Regulation Statute (§§ 2-2-28-0-0-0-1 through 2-2-28-0-0-0-7):

**1. Amendment to §2-2-28-0-0-0-2(l): add subparagraph:**

**"(9) 'Finance and Insurance Industry' which means:**

- **i. banking;**
- **ii. securities and commodity contracts intermediation;**
- **iii. non-depository credit intermediation;**
- **iv. insurance carriers;**
- **v. depository credit intermediation;**
- **vi. securities and commodity exchanges, agencies, and brokerages; or**
- **vii. the management and operation of employee benefit funds, and other investment pools and funds."**

**2. Effective date: The effective date of this amendment shall be retroactive to the effective date of the ZNB Industrial Regulation Statute or otherwise the earliest date permitted by law.**

**ROLL CALL OF VOTES:**

| | | | |
|---|---|---|---|
| **1.** | **Approving Promulgation?** | **Yes** | ☑ |
| | | **No** | |
| | | **Abstain** | |
| | | **Absent** | |
| **By:** | | **Open Seat** | |
| **Name:** Tristan Monterroso | **Title:** Secretario Técnico | | |
| **Caveat(s) to Vote:** | | | |
| | | | |
| **2.** | **Approving Promulgation?** | **Yes** | ☑ |
| | | **No** | |
| | | **Abstain** | |
| **By:** Erick A. Brimen (Sep 19, 2019) | | **Absent** | |
| | | **Open Seat** | |
| **Name:** Erick A. Brimen | **Title:** Secretary of the Council | | |
| **Caveat(s) to Vote:** | | | |

| 3. | Approving Promulgation? | Yes | ☑ |
|---|---|---|---|
| | | No | |
| | | Abstain | |
| | | Absent | |
| By: Jeanette Doran (Sep 18, 2019) | | Open Seat | |
| Name: Jeanette Doran | Title: Council trust member | | |
| Caveat(s) to Vote: | | | |
| | | | |

| 4. | Approving Promulgation? | Yes | ☑ |
|---|---|---|---|
| | | No | |
| | | Abstain | |
| | | Absent | |
| By: oliver porter (Sep 18, 2019) | | Open Seat | |
| Name: oliver porter | Title: Council member | | |
| Caveat(s) to Vote: | | | |

| 5. | Approving Promulgation? | Yes | ☑ |
|---|---|---|---|
| | | No | |
| | | Abstain | |
| | | Absent | |
| By: Rodrigo Quercia Rodrigo Quercia (Sep 18, 2019) | | Open Seat | |
| Name: Rodrigo Quercia | Title: Council Member and treasurer | | |
| Caveat(s) to Vote: | | | |
| | | | |
| 6. | Approving Promulgation? | Yes | ☑ |
| | | No | |
| | | Abstain | |
| | | Absent | |
| By: Gabriel Delgado Ayau Gabriel Delgado Ayau (Sep 18, 2019) | | Open Seat | |
| Name: Gabriel Delgado Ayau | Title: Council Member and Ad Hoc Secretary | | |
| Caveat(s) to Vote: | | | |
| | | | |
| 7. | Approving Promulgation? | Yes | |
| | | No | |
| | | Abstain | |
| | | Absent | |
| By: | | Open Seat | ☑ |
| Name: | Title: | | |
| Caveat(s) to Vote: | | | |
| | | | |

| 8. | Approving Promulgation? | Yes | |
|---|---|---|---|
| | | No | |
| | | Abstain | |
| | | Absent | |
| By: | | Open Seat | ☑ |
| Name: | Title: | | |
| Caveat(s) to Vote: | | | |
| | | | |

| 9. | Approving Promulgation? | Yes | |
|---|---|---|---|
| | | No | |
| | | Abstain | |
| | | Absent | |
| By: | | Open Seat | ☑ |
| Name: | Title: | | |
| Caveat(s) to Vote: | | | |
| | | | |

| Technical Secretary Action | | | |
|---|---|---|---|
| PZ Rule/Action Approved with Prior Council Approval? | | Yes | ☑ |
| | | No | |
| By: | | | |
| Name: Tristan Monterroso | Title: Secretario Técnico | | |
| Caveat(s) to Adoption: | | | |
| | | | |
| **Council Secretary Certification** | | | |
| Is this record certified as evidencing the official act of the PZ and duly noted in its public records? | | Yes | ☑ |
| | | No | |
| By: Erick A. Brimen (Sep 19, 2019) | | | |
| Name: Erick A. Brimen | Title: Secretary of the Council | | |
| Caveat(s) to Certification: | | | |

| | |
|---|---|
| **Codificación:** | §2-2-55-0-0-0-0-1 a la 2 (Enmienda a la §2-2-28-0-0-0-2(l)) |
| **Título:** | Promulgación de enmiendas al Estatuto de Regulación Industrial del ZNB, §2-2-28-0-0-0-0-2(l) |
| **Fecha de Promulgación:** | 18 de septiembre de 2019 |
| **Autoridad para la Promulgación:** | Estatutos y Reglamentos de Próspera ZEDE ("PZ"), con sus modificaciones, §1-3-3-36-0-0-0-3.05(4) |

**TEXTO OPERATIVO DE LA REGLA/ACCIÓN PZ:**

SE RESUELVE que, de conformidad con el consentimiento unánime del Secretario Técnico y del Consejo, el Secretario Técnico abajo firmante promulga, con la aprobación previa de los fideicomisarios del Consejo de Próspera, las siguientes enmiendas al Estatuto del Reglamento Industrial del ZNB (§§ 2-2-28-0-0-0-0-1 a 2-2-28-0-0-0-0-7):

**1. Enmienda a §2-2-28-0-0-0-0-2(l): añada un subpárrafo:**

**(9) "Sector financiero y de seguros", que significa:**

- **i. banca;**
- **ii. intermediación de valores y contratos de materias primas;**
- **iii. intermediación crediticia no depositaria;**
- **iv. compañías de seguros;**
- **v. intermediación de crédito de depósito;**
- **vi. valores y bolsas de productos básicos, agencias y corretajes; o**
- **vii. la administración y operación de fondos de beneficios para empleados, y otros fondos y fondos de inversión".**

**2. Fecha de entrada en vigor: La fecha de entrada en vigor de esta enmienda será retroactiva a la fecha de entrada en vigor del Estatuto de Regulación Industrial del ZNB o, en su defecto, a la fecha más temprana permitida por la ley.**

**VOTACIÓN NOMINAL:**

| | | | |
|---|---|---|---|
| **1.** | **¿Aprobando la Promulgación?** | **Sí** | **x** |
| **Por: Véase la versión inglesa para la votación nominal.** | | **No** | |
| | | **Abstenerse** | |
| | | **Ausente** | |
| | | **Asiento abierto** | |

| | |
|---|---|
| **Nombre:** | **Título:** |
| **Advertencia(s) para votar:** | |
| | |

| | | | |
|---|---|---|---|
| **2.** | **¿Aprobando la Promulgación?** | **Sí** | **x** |
| **Por: Véase la versión inglesa para la votación nominal.** | | **No** | |
| | | **Absteners e** | |
| | | **Ausente** | |
| | | **Asiento abierto** | |
| **Nombre:** | **Título:** | | |
| **Advertencia(s) para votar:** | | | |
| | | | |
| **3.** | **¿Aprobando la Promulgación?** | **Sí** | **x** |
| **Por: Véase la versión inglesa para la votación nominal.** | | **No** | |
| | | **Absteners e** | |
| | | **Ausente** | |
| | | **Asiento abierto** | |
| **Nombre:** | **Título:** | | |
| **Advertencia(s) para votar:** | | | |
| | | | |

| | | | |
|---|---|---|---|
| **4.** | **¿Aprobando la Promulgación?** | **Sí** | **x** |
| **Por: Véase la versión inglesa para la votación nominal.** | | **No** | |
| | | **Absteners e** | |
| | | **Ausente** | |
| | | **Asiento abierto** | |
| **Nombre:** | **Título:** | | |
| **Advertencia(s) para votar:** | | | |
| **5.** | **¿Aprobando la Promulgación?** | **Sí** | **x** |
| **Por: Véase la versión inglesa para la votación nominal.** | | **No** | |
| | | **Absteners e** | |
| | | **Ausente** | |
| | | **Asiento abierto** | |
| **Nombre:** | **Título:** | | |
| **Advertencia(s) para votar:** | | | |
| | | | |

| | | | |
|---|---|---|---|
| **6.** | **¿Aprobando la Promulgación?** | **Sí** | **x** |
| **Por: Véase la versión inglesa para la votación nominal.** | | **No** | |
| | | **Absteners e** | |
| | | **Ausente** | |
| | | **Asiento abierto** | |
| **Nombre:** | **Título:** | | |
| **Advertencia(s) para votar:** | | | |
| | | | |
| **7.** | **¿Aprobando la Promulgación?** | **Sí** | |
| **Por: Véase la versión inglesa para la votación nominal.** | | **No** | |
| | | **Absteners e** | |
| | | **Ausente** | |
| | | **Asiento abierto** | **x** |
| **Nombre:** | **Título:** | | |
| **Advertencia(s) para votar:** | | | |
| | | | |
| **8.** | **¿Aprobando la Promulgación?** | **Sí** | |
| **Por: Véase la versión inglesa para la votación nominal.** | | **No** | |
| | | **Absteners e** | |
| | | **Ausente** | |
| | | **Asiento abierto** | **x** |
| **Nombre:** | **Título:** | | |
| **Advertencia(s) para votar:** | | | |
| | | | |
| **9.** | **¿Aprobando la Promulgación?** | **Sí** | |
| **Por: Véase la versión inglesa para la votación nominal.** | | **No** | |
| | | **Absteners e** | |
| | | **Ausente** | |
| | | **Asiento abierto** | **x** |
| **Nombre:** | **Título:** | | |
| **Advertencia(s) para votar:** | | | |
| | | | |

| Acción de la Secretario Técnico | | | |
|---|---|---|---|
| **Regla/acción de PZ aprobada con la aprobación previa del Consejo?** | | **Sí** | ☑ |
| | | **No** | |
| **Por:**  | | | |
| **Nombre:** Tristan Monterroso | **Título:** Secretario Técnico | | |
| **Advertencia(s) a la adopción:** | | | |
| | | | |
| **Certificación del Secretario del Consejo** | | | |
| **¿Está este registro certificado como evidencia del acto oficial de la PZ y debidamente anotado en sus registros públicos?** | | **Sí** | ☑ |
| | | **No** | |
| **Por:** Erick A. Brimen<br>Erick A. Brimen (Sep 19, 2019) | | | |
| **Nombre:** Erick A. Brimen | **Título:** Secretary of the Council | | |
| **Advertencia(s) a la Certificación:** | | | |

# §2-2-55-0-0-0-1 Amendment to Industrial Regulation

Final Audit Report 2019-09-19

| | |
|---|---|
| Created: | 2019-09-18 |
| By: | Nicholas Dranias (ndranias@ndlawpolicy.com) |
| Status: | Signed |
| Transaction ID: | CBJCHBCAABAA44bgFysvs6hYSbdjm_OtydEyUbTJ5d9D |

## "§2-2-55-0-0-0-1 Amendment to Industrial Regulation" History

Document created by Nicholas Dranias (ndranias@ndlawpolicy.com)
2019-09-18 - 11:28:33 PM GMT- IP address: 68.225.205.138

Document emailed to Tristan Monterroso (tristan@zedenorthbay.org) for signature
2019-09-18 - 11:32:19 PM GMT

Document emailed to Erick A. Brimen (ebrimen@newaycapital.com) for signature
2019-09-18 - 11:32:19 PM GMT

Document emailed to Jeanette Doran (jdoran@ndlawpolicy.com) for signature
2019-09-18 - 11:32:19 PM GMT

Document emailed to oliver porter (oporter@newaycapital.com) for signature
2019-09-18 - 11:32:19 PM GMT

Document emailed to Rodrigo Quercia (rquercia@newaycapital.com) for signature
2019-09-18 - 11:32:19 PM GMT

Document emailed to Gabriel Delgado Ayau (gdelgado@newaycapital.com) for signature
2019-09-18 - 11:32:19 PM GMT

Email viewed by Tristan Monterroso (tristan@zedenorthbay.org)
2019-09-18 - 11:32:23 PM GMT- IP address: 66.102.8.139

Email viewed by Jeanette Doran (jdoran@ndlawpolicy.com)
2019-09-18 - 11:34:25 PM GMT- IP address: 107.77.232.12

Document e-signed by Jeanette Doran (jdoran@ndlawpolicy.com)
Signature Date: 2019-09-18 - 11:35:02 PM GMT - Time Source: server- IP address: 107.77.232.12

Email viewed by oliver porter (oporter@newaycapital.com)
2019-09-18 - 11:39:16 PM GMT- IP address: 107.223.194.78

Document e-signed by oliver porter (oporter@newaycapital.com)
Signature Date: 2019-09-19 - 0:05:20 AM GMT - Time Source: server- IP address: 107.223.194.78

Email viewed by Rodrigo Quercia (rquercia@newaycapital.com)
2019-09-19 - 2:16:59 AM GMT- IP address: 187.37.99.2

Document e-signed by Rodrigo Quercia (rquercia@newaycapital.com)
Signature Date: 2019-09-19 - 2:17:21 AM GMT - Time Source: server- IP address: 187.37.99.2

Email viewed by Gabriel Delgado Ayau (gdelgado@newaycapital.com)
2019-09-19 - 2:22:31 AM GMT- IP address: 181.174.89.244

Document e-signed by Gabriel Delgado Ayau (gdelgado@newaycapital.com)
Signature Date: 2019-09-19 - 2:23:15 AM GMT - Time Source: server- IP address: 181.174.89.244

Document e-signed by Tristan Monterroso (tristan@zedenorthbay.org)
Signature Date: 2019-09-19 - 3:39:37 AM GMT - Time Source: server- IP address: 186.2.146.64

Email viewed by Erick A. Brimen (ebrimen@newaycapital.com)
2019-09-19 - 8:30:07 PM GMT- IP address: 66.102.8.141

Document e-signed by Erick A. Brimen (ebrimen@newaycapital.com)
Signature Date: 2019-09-19 - 8:30:38 PM GMT - Time Source: server- IP address: 216.45.140.51

Signed document emailed to oliver porter (oporter@newaycapital.com), Erick A. Brimen (ebrimen@newaycapital.com), Rodrigo Quercia (rquercia@newaycapital.com), Tristan Monterroso (tristan@zedenorthbay.org), and 3 more
2019-09-19 - 8:30:38 PM GMT

Adobe Sign

# §2-2-55-0-0-0-1 through 2 Presentment Notice to CAMP

Final Audit Report 2019-09-23

| | |
|---|---|
| Created: | 2019-09-19 |
| By: | Nicholas Dranias (ndranias@ndlawpolicy.com) |
| Status: | Signed |
| Transaction ID: | CBJCHBCAABAAwwbu_W8L_WRDg0KAfB43WQ3-1twlu2ya |

## "§2-2-55-0-0-0-1 through 2 Presentment Notice to CAMP" History

Document created by Nicholas Dranias (ndranias@ndlawpolicy.com)
2019-09-19 - 10:47:46 PM GMT- IP address: 181.115.11.192

Document emailed to erick.brimen@gmail.com for signature
2019-09-19 - 10:49:10 PM GMT

Nicholas Dranias (ndranias@ndlawpolicy.com) replaced signer erick.brimen@gmail.com with Erick A. Brimen (ebrimen@newaycapital.com)
2019-09-20 - 10:15:37 PM GMT- IP address: 68.225.205.138

Document emailed to Erick A. Brimen (ebrimen@newaycapital.com) for signature
2019-09-20 - 10:15:38 PM GMT

Email viewed by Erick A. Brimen (ebrimen@newaycapital.com)
2019-09-21 - 1:27:03 AM GMT- IP address: 66.102.8.143

Document e-signed by Erick A. Brimen (ebrimen@newaycapital.com)
Signature Date: 2019-09-21 - 1:27:34 AM GMT - Time Source: server- IP address: 71.179.35.120

Document emailed to Tristan Monterroso (tristan@zedenorthbay.org) for signature
2019-09-21 - 1:27:35 AM GMT

Email viewed by Tristan Monterroso (tristan@zedenorthbay.org)
2019-09-21 - 3:16:08 AM GMT- IP address: 66.102.8.159

Document e-signed by Tristan Monterroso (tristan@zedenorthbay.org)
Signature Date: 2019-09-21 - 3:17:04 AM GMT - Time Source: server- IP address: 45.7.237.124

Document emailed to Carlos Alejandro Pineda Pinel (capinedap@gmail.com) for signature
2019-09-21 - 3:17:06 AM GMT

Email viewed by Carlos Alejandro Pineda Pinel (capinedap@gmail.com)
2019-09-21 - 3:04:49 PM GMT- IP address: 181.115.11.242

Email viewed by Carlos Alejandro Pineda Pinel (capinedap@gmail.com)
2019-09-22 - 4:52:35 AM GMT- IP address: 181.115.11.242

Email viewed by Carlos Alejandro Pineda Pinel (capinedap@gmail.com)
2019-09-23 - 3:21:29 AM GMT- IP address: 181.115.11.242

Document e-signed by Carlos Alejandro Pineda Pinel (capinedap@gmail.com)
Signature Date: 2019-09-23 - 1:58:42 PM GMT - Time Source: server- IP address: 181.115.30.232

Signed document emailed to ixim21@gmail.com, ebaljair@gmail.com, Carlos Alejandro Pineda Pinel (capinedap@gmail.com), castillo13@yahoo.com, and 3 more
2019-09-23 - 1:58:42 PM GMT

Adobe Sign