

RESOLUTION OF THE SHAREHOLDERS MEETING OF THE COMPANY
LF CONSTRUCTION GROUP SHPK

This the 27th day of June, 2014, was held the shareholders' meeting of LF Construction Group Shpk. (the **Company**) a company organized under the laws of the Republic of Albania, registered with the Companies Register on 09.05.2005 with NIPT K51822005H, with registered office in Tirana, Farke SAUK Kompleksi "The Touch of Sun", Mjull Bathore, Sauk Tirane, for the transaction of business according to the following agenda:

Increase of the Company share capital through conversion into equity of loans partially owed by the Company to shareholders;

- (i) Appointment of a chartered accountant for certifying of the amount of debt/loans due and payable by the Company to shareholders and the respective amounts of loans which shall be converted into equity;
- (ii) Others.

Each of the following shareholders of the Company, representing all together 100% of the Company share capital, approves and consents the following decisions in written form:

- (a) **Globe International Holdings S.A.**, a Company organized under the laws of the State Panama, of 32nd. East St., No. 3-32 City of Panama, Republic Of Panama, owner of 83,20 % of the share capital of the Company duly represented by its legal representative Mr. Yaakov Chai.
- (b) **LICO – Isolierbau GmbH**, a company organized under the laws of the State of Austria and registered with the Austrian Companies Register with No: FN 117950 g, having its registered office at Auenfischerstrasse 38, 9400 Wolfsberg, Austria, duly represented by its administrator Mr. Günter Lichtenegger, owner of 10,50% of the share capital of the Company;
- (c) **Felsingher Vermögensberatung u. Beteiligungs GmbH**, a company organized under the laws of the State of Austria and registered with the Austrian Companies Register with No: FN 282186 f, having its registered office at Seeboden Commune, Thomas Morgansternpaltz 1, 9871, Seeboden Austria, duly represented by its administrator Mr. **Fritz Felsingher**, owner of 6,30% of the share capital of the Company;



IT WAS UNANIMOUSLY RESOLVED:

First topic of agenda

The shareholders have granted to the Company certain loans to be paid by the Company. The shareholders intends to convert partially the loans owned by the Company to Shareholders in accordance with the calculations described in the Annex A attached to this present resolution and after a chartered accountant appointed by the Company on such regard has certified the amount of loans, comprising of principal and interests, due and payable by the Company to the shareholders as of the date of this meeting, and the amounts to be converted into equity and therefore raise the Company share capital;

Second topic of the agenda

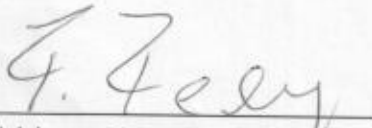
Appoint Paqsor Qato, chartered accountant exercising in the Republic of Albania under license no. 32 dated 10.02.2000, to audit the Company financial statements for the purpose of certifying the amount of debt, comprising of principal and interests, owed to each of the shareholders as of the date of this meeting of shareholders, and identifying that part of each of the loans to be converted into the equity as indicated by the shareholders in the Annex A attached to this present resolution in order to raise the Company's share capital;

Third topic of agenda

Appoint and authorize Boga & Associates to act in the person of Sokol Elmazaj or Silva Velaj or Erlind Kodhelaj for and on behalf of the Company to file this decision any other document related thereto with the National Center of Registration. They are authorized hereby to do all what is necessary under the laws of the Republic of Albania for the purpose hereof.

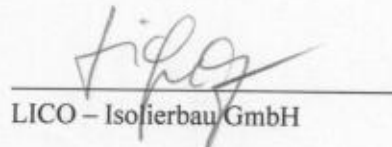
This resolution was executed by each of the shareholders attending the meeting in (2) copies.

For



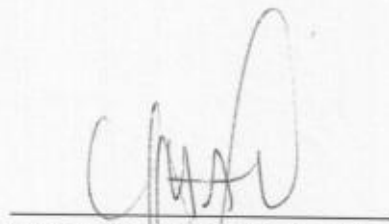
Felsinger Vermögensberatung
u. Beteiligungs GmbH

Mr. Fritz Felsinger



LICO – Isolierbau GmbH

Mr. Günter Lichtenegger



Globe International Holding S.A.
Mr. Yaakov Chai.

	LF Books Book	Paid Up Capital New	New Loan Balance	Holdings
Globe International Holdingd S.A.	5,822,700.00	1,248,361.32	4,893,470.13	83.224%
Felsinger Vermögensberatung u. Beteiligungs GmbH	196,000.00	94,357.61	354,933.83	6.291%
LICO Isolierbau GmbH	201,003.00	157,281.07	591,625.54	10.485%
LF	1,120,326.50	-	-	
	7,340,029.50	1,500,000.00	5,840,029.50	100.0%

FRITZ FELSINGER

F. Felsinger

Felsinger Vermögensberatung u. Beteiligungs GmbH

h. h. h.
LICO Isolierbau GmbH

J. J. J.

Globe International Holdingd S.A.



VENDIMI I MBLEDHJES SE ASAMBLESE SE ORTAKEVE TE SHOQERISE LF CONSTRUCTION GROUP SHPK

Sot me date 27.06.2014, u mbajt asambleja e ortakeve te LF Construction Group Shpk. ("Shoqeria"), nje shoqeri e organizuar sipas legjislacionit te Republikes se Shqiperise e regjistruar prane Regjistrin Tregtar me date 09.05.2005 me numer identifikimi K51822005H, me seli ne adresen Tirane, Farke, Sauk, Kompleksi "the Touch of the Sun", Mjull Bathore, Sauk Tirane, per kryerjen e biznesit sipas rendit te dites si me poshte:

Rritja e kapitalit te Shoqerise permes konvertimit te pjeseshem ne kontribut ne kapital te huave qe i detyrohen ortakeve nga Shoqeria;

- i. Emerimi i nje eksperti kontabel per vertetimin e shumave te borxheve/huave per te cilat Shoqeria u detyrohet ortakeve dhe shumat perkatese te cilat do te konvertohen ne kontribut ne kapital.
- ii. Te tjera

Secili nga ortaket e meposhtem te Shoqerise, qe perfaqesojne te gjitha sebashku 100% te kapitalit te Shoqerise, miratojne vendimit e meposhtme ne forme te shkruar:

- a) **Globe International Holding S.A.**, nje shoqeri e organizuar sipas legjislacionit te Shtetit te Panamase, 32 East Str., Nr. 3-32 Qyteti i Panamase, Republika e Panamase, zoterues i 83.20% te kapitalit te Shoqerise perfaqesuar rregullisht nga perfaqesuesi i saj Z. Yaakov Chai.
- b) **LICO-Isolierbau GmbH**, nje shoqeri e organizuar sipas legjislacionit te Austrise , regjistruar me Regjistrin Austriak te Shoqerive me nr. FN 117950 g, me zyre te regjistruar ne Auenfischerstrasse 38, 9400 Wolfsberg, Austri perfaqesuar rregullisht nga administratori Z. Gunter Lichtenegger, zoterues i 10.50% te kapitalit te Shoqerise;
- c) **Felsing Vermogensberatung u. Beteiligungs GmbH**, nje shoqeri e organizuar sipas legjislacionit te Austrise dhe regjistruar me Regjistrin Austriak te Shoqerive me nr. FN 282186 f, me seli ne Komunen Seeboden, Thomas Morgansternpaltz 1, 9871, Seeboden Austri, perfaqesuar rregullisht nga administratori i saj Z. Fritz Felsing zoterues i 6.3% i kapitalit te Shoqerise.

U VENDOS UNANIMISHT

Pika e pare e Rendit te Dites

Ortaket i kane dhene Shoqerise disa hua per tu paguar nga Shoqeria. Ortaket kane per qellim qe te konvertojne pjeserisht huate qe Shoqeria u detyrohet Ortakeve ne perputhje me llogarite e pershkruara ne Aneksin A te bashkengjitur me kete vendim dhe mbasi nje ekspert kontabel i emeruar nga Shoqeria te kete vertetuar shumen e huave duke perfshire principalin dhe interesin e

pagueshem nga Shoqeria kundrejt Ortakeve duke filluar nga data e kesaj mbledhje si dhe shumat qe do te konvertohen ne kontribut ne kapital duke rritur kapitalin e Shoqerise.

Pika e dyte e rendit te dites.

Emerohet Paqesor Qato, ekspert kontabel i cili ushtron ne Republiken e Shqiperise me license nr. 32, date 10.02.2000, per te audituar pasqyrat financiare te Shoqerise me qellim vertetimin e shumes se borxhit, duke perfshire dhe principalin dhe interesat, e zoteruara nga secili ortak nga data e mbledhjes se asamblese se ortakeve, dhe per te identifikuar ate pjese te seciles hua qe do te konvertohet ne kontribut ne kapital, ashtu siç tregohet ne Aneksin A te bashkengjitur me kete vendim, ne menyre qe te rritet kapitali i Shoqerise;

Pika e trete e rendit te dites.

Emerohet dhe autorizohet Boga & Associates ne personin e Sokol Elmazaj ose Silva Velaj ose Erlind Kodhelaj qe ne emer dhe per llogari te Shoqerise te depozitojne kete vendim çdo dokument tjetër te lidhur me te prane Qendres Komebtare te Regjistrimit. Per kete qellim keta te fundit jane te autorizuar te kryejne gjithcka qe eshte e nevojshme sipas ligjeve te Republikes se Shqiperise.

Ky vendim eshte nenshkruar ne (2) kopje nga secili prej ortakeve qe morren pjese ne mbledhje.

(nenshkrim)

Felsing Vermogensberatung
u. Beteiligungs GmbH
Z. Fritz Felzinger

(nenshkrim)

LICO-Isolierbau GmbH
Z. Gunter Lichtenegger

(nenshkrim)

Globe International Holding S.A.
Z. Yaakov Chai

	Librat e LF	Kapitali i ri i paguar	Balanca e Huase se Re	
Globe International Holding S.A.	8.822.700,00	1.248.361,32	4.893.470,13	83,224%
Felsingher Vermogensberatung u. Beteiligungs GmbH	196.000,00	94,357.61	354.933,83	6,291%
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(nenshkrim)

Felsingher Vermogensberatung
u. Beteiligungs GmbH
Z. Fritz Felzinger

(nenshkrim)

LICO-Isolierbau GmbH
Z. Gunter Lichtenegger

(nenshkrim)

Globe International Holding S.A.
Z. Yaakov Chai

Perktheu : Aida Blido



REPUBLIKA E SHQIPERISE
DHOMA NOTEREVE TIRANE
Nr. 1609 Rep.

VERTETIM

Sot me date 24.07.2014 une noteri, anetar i Dhomes se Notereve Tirane nepermjet ketij akti vertetoj nenshkrimin e perkthyeses Aida Blido, banuese ne Tirane, e njohur personalisht prej meje, e cila u paraqit duke me deklaruar se e ka perkthyer dokumentin bashkengjitur ne perputhje me origjinalin nga Anglishtja ne Shqip dhe e nenshkroi rregullisht ate ne pranine time.

