

AKT THEMELIMI
i shoqerise me pergjegjesi te kufizuar
“Albagreeen 23” SH.P.K.

Sot, me date 23.02.2023 une i nenshkruari: Jozef Evegradus Hendricus Linthorst, i datelindjes 28.07.1959, i pajisur me pasaporten hollandeze me numer NV78JRJ8, regjistroj nje shoqeri me pergjegjesi te kufizuar me emrin “Albagreeen 23” Sh.p.k.

Neni 1

Personi i siperpermendur, me vullnetin e tij te lire dhe te plote dhe ne perputhje me legjislacionin Shqiptar ne fuqi, vendosi te krijoj Shoqerine me Pergjegjesi te Kufizuar me emertimin “Albagreeen 23” Sh.p.k., me kapital themeltar 100 000 000 Leke.

Selia e shoqerise ndodhet ne Tirane ne adresen: Njesia Bashkiake Nr. 5, Rruga Dervish Bej Mitrovica, Pallati Kristi – Co, Nr. 6, Kati 1, Dyqani Nr. 1

Ortaku i kesaj shoqerie do te jete Jozef Evegradus Hendricus Linthorst.

Shoqeria “Albagreeen 23” Sh.p.k., ka te drejte te krijoj filiale brenda dhe jashte Shqiperise, ne menytrat dhe me kohezgjatje ashtu sikunder e konsideron te arsyeshme, dhe me miratimin e organeve kompetente.

Neni 2

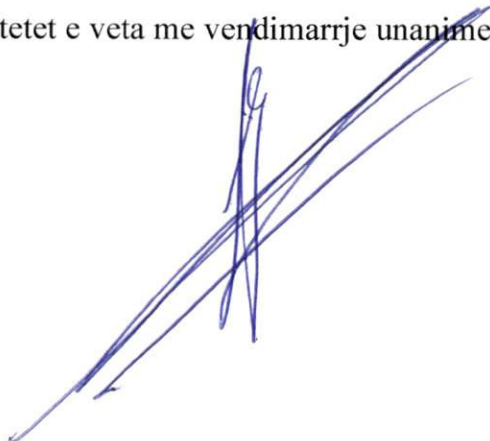
Kompania gezon statusin e personit juridik.

Aktivitetet e saj do te kryhen sipas dispozitave te ketij akti, statutit dhe legjislacionit aktual. Statuti i kompanise eshte i bashkelidhur ketij akti te themelimit dhe formon nje pjese integrale me te.

Neni 3

Veprimtaria e kompanise si nje entitet juridik fillon me miratimin e krijimit te saj nga ana e organeve kompetente te shtetit dhe do te jete e vlefshme per nje periudhe te pacaktuar kohe.

Shoqeria perfundon aktivitetet e veta me vendimarrje unanime nga te gjithë ortaket e saj.





Neni 4

Objekti i shoqerise : Objekti i shoqerise: Projektim, kerkim, zhvillim, prodhim, komercializim i furnizimeve qe lidhen me bujqesine. Importi dhe eksporti i aktiviteteve qe lidhen me produktet qe lidhen me sektorin e fruta-perimeve te fokusuara nga fillimi ne te gjithë zinxhirin e vlerës nga fermerët tek konsumatorët përfundimtarë.

Neni 5

Kapitali fillestar i kompanise do te jete 100 000 000 leke i ndare ne 1 kuote me vlere nominale 100 000 000 leke per kuote ku:

Jozef Evegradus Hendricus Linthorst zoteron nje kuote qe perfaqeson 100% te kapitalit me vlere 100 000 000 leke.

Kapitali themelor eshte depozituar nga aksionaret ne emer te shoqerise. Aktiviteti i shoqerise do te rregullohet, pervec ketij akti themelimi, me normat e vendosura ne Statut, kundrejt nenshkrimit te ortakeve, dhe aprovimit nga Qendra Kombetare e Biznesit, ditën qe do te marre cilesine e personit juridik.

Neni 6

Fitimi neto qe do te realizohet nga aktivitetet e kompanise do te ndahet midis ortakeve ne perpjesetim me aksionet e tyre ne kompani. Çdo anetar eshte i lire per te marre pjesen e vet te fitimeve ne nje llogari bankare brenda apo jashte shtetit Shqiptar.

Neni 7

Per borxhet qe mund te ezistojne ne te ardhmen ndaj paleve te treta gjate aktivitetit, shoqeria do te pergjigjet vetem me kapitalin e saj themeltar. Anetaret nuk jane pergjegjes per borxhet e shoqerise me pronen e tyre.

Neni 8

Anetaret jane te detyruar per te ruajtur natyren konfidenciale te aktivitetit te shoqerise.

Neni 9

Marredheniet e punes ne shoqeri apo deget e saj rregullohen me kontraten e punes ne lokalitetin e tyre dhe ne menyren e percaktuar nga ana e shteteve perkatese.



Neni 10

Rregullime me te detajuara mbi organizimin e kesaj shoqerie jane te percaktuara ne Statutin e saj.

Ortaku Themelues

Jozef Evegradus Hendricus Linthorst

Jozef Linthorst



FOUNDING ACT
of the limited liability company
"SCHMITZ CARGOBULL ALBANIA" LLC

Today, as of 23.02.2023, I, the undersigned: Jozef Evegradus Hendricus Linthorst, born 28.07.1959, holder of Dutch passport no. NV78JRJ8, do hereby register a limited liability company under the name "Albagreen" LLC

Article 1

The aforementioned persons, upon their free and complete will and in accordance with the Albanian applicable legislation, decide to found the Limited Liability Company under the name "Albagreen 23" LLC with a share capital of 100.000.000 ALL.

The headquarters of the company is located in Tirana at the address: Njesia Bashkiake Nr.5, Rruga Dervish Bej Mitrovica, Pallati Kristi - Co Nr. 6, Kati 1, Dyqani nr. 1.

The shareholder of this company will be Jozef Evegradus Hendricus Linthorst.
The company "Albagreen 23" LLC has the right to found subsidiaries inside and outside Albania, in the ways and for the duration as it deems reasonable, and with the approval of the competent bodies.

Article 2

The company enjoys the status of a legal entity.
Its activities will be carried out according to the provisions of this act, the Articles of Association and current legislation. The Articles of Association of the company is attached to this founding act and forms an integral part hereof.

Article 3

The activity of the company as a legal entity begins with the approval of its founding by the competent state bodies and will be valid for an undefined period of time.
The company ends its activities with unanimous decision-making by all its shareholders.

Article 4





Company object: Design, research, development, production, trade of supplies in the field of agriculture. Import and export of activities related to products in the sector of fruits and vegetables focused from the start and all chain of value from farmers to final consumers.

Article 5

The initial capital of the company shall be 100.000.000 ALL divided into 1 quota with a nominal value of 100.000.000 ALL per quota where:

Jozef Evegradus Hendricus Linthorst owns a quota representing 100% of the capital among at 100.000.000 leke.

The fundamental capital has been deposited by the shareholders in the name of the company. The activity of the company will be regulated, apart from this founding act, with the norms established in the Articles of Association, with the signatures of the shareholders, and the approval by the National Business Center, the day it shall be entitled the capacity of the legal entity.

Article 6

The net profit that will be realized from the company's activities will be divided among the shareholders in proportion to their shares in the company. Each member is free to receive his share of the profits in a bank account inside or outside the Albanian state.

Article 7

For debts that may arise in the future to third parties during the activity, the company shall respond only with its original capital. The members are not responsible for the company's debts with their property.

Article 8

Members are obliged to maintain the confidential nature of the company's activity.

Article 9

Labor relations in the company or its branches are regulated by the labor contract in their locality and in the manner determined by the respective states.

Article 10

More detailed regulations on the organization of this company are defined in its Articles of Association.





Founding Shareholder

Jozef Evegradus Hendricus Linthorst

Signature



REPUBLIKA E SHQIPËRISË
DHOMA KOMBËTARE E NOTERISË
DEGA VENDORE TIRANË
NOTER MARIA M. DANO



V2023053190112639532

DATE 15/03/2023
NR REP 1365



VËRTETIM PËRKTHIMI

Vërtetohet nënshkrimi i përkthyeses **Elona Limaj**, atësia Kujtim, e datëlindjes 11/11/1979, lindur në Tiranë dhe banuese në Tiranë, Njësia Administrative Nr. 7, Rruga "Naim Frasheri", shtetase shqiptare, madhore, me zotësi të plotë juridike e për të vepruar, mbajtëse e letërnjoftimit Nr. 033967671 dhe Nr. personal **H961111410**, përkthyesë zyrtare e gjuhës Angleze, e njohur nga Ministria e Drejtësisë, e cila përktheu dokumentin e mësipërm nga Shqipja në Anglisht. Unë noterja në bazë të nenit 62, pika "j" dhe nenit 135, të Ligjit Nr. 110, datë 20.12.2018 "Për Noterinë", e vërtetoj autenticitetin e nënshkrimit sipas ligjit.

REPUBLIC OF ALBANIA
NATIONAL NOTARY CHAMBER
TIRANA LOCAL BRANCH
NOTARY MARIA M. DANO

NOTER

CERTIFICATE OF TRANSLATION

This is to certify the signature of the translator **Elona Limaj**, daughter of Kujtim, born on 11/11/1979, born in Tirana and resident in Tirana, Municipality Unit No. 7, street "Naim Frasheri", Albanian citizen, major, with full judicial capacity to act, holder of ID Nr. 033967671, Nr. personal **H961111410**, official translator of English Language, recognised by the Ministry of Justice, who translated the above document from Albanian to English. I, the notary, in accordance to article 62, point "j" and article 135 of law No. 110, date 20.12.2018 "On the Notary", certify the authenticity of signature, according to the law.



NOTARY
Name & Surname
(Signature & Stamp)