

1° El Dr Tinoco fundó el Escritorio en mil novecientos catorce y el primero de enero de mil novecientos veintisiete asoció al Doctor Travieso bajo la base de treinta y tres por ciento de las utilidades líquidas del Escritorio, exceptuando algunos negocios y asuntos ya iniciados por Tinoco (Partición H.L. Boulton, Lote Pocó, Hermanos Laprea etc.) y algunos negocios ya iniciados por Travieso y algunos asuntos (Petroleo Mancera etc. etc.). Esos negocios y asuntos han quedado de utilidad exclusiva para cada uno de ellos.

2°.- La sociedad Tinoco & Travieso compró un edificio para el Escritorio al Doctor Juan Bernardo Arismendi, para pagarlo con utilidades del Escritorio y en tal concepto esa casa pertenecerá en la proporción de las utilidades a Tinoco & Travieso, así: dos terceras partes para Tinoco y una tercera parte para Travieso.

3° La sociedad tiene una cuenta corriente en el City Bank a nombre de Travieso, garantizada con valores de Tinoco & Travieso, pero cualquier saldo que ella arroje, pertenecerá o lo deberá la sociedad.

4° La sociedad abre en los mismos términos una cuenta corriente a nombre de Tinoco, garantizada con el mismo edificio comprado a Arismendi, y esta cuenta pertenecerá tanto en sus haberes como en sus obligaciones a la sociedad.

5° La sociedad abrió un terreno en Monte Urdeniza, denominación Las Brizas, a nombre de Tinoco & Travieso, para la construcción de una casa de habitación para las partes.

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anoten en lo porvenir en los libros de contabilidad del Escritorio, en la cuenta "Útiles de la Sociedad". El Doctor Travieso trajo al Escritorio los útiles que aparecen en lista separada que se agrega firmada por ambos. Tanto el Doctor Tinoco como el Dr Travieso aportan el goce de esos útiles conservando su propiedad y a los efectos de la contabilidad pueden valorarse.

9° La sociedad es por tiempo indefinido y los socios aspiran que dure tanto como sus actividades; pero en el caso de que cualquier razón se separe para el Doctor Travieso, para no causar al Doctor Tinoco el trastorno de tener que mudar el Escritorio a otro edificio, se obliga a venderle su tercera parte en el Edificio comprado a Arismendi, bajo la base de precio que ambos fijarán de mutuo acuerdo, y de no ser posible así, por el precio venal que señalen uno de los Gerentes del Royal Bank of Canadá o del City Bank de esta ciudad. Los demás bienes que tenga la sociedad se liquidarán de acuerdo entre los socios o por venta al mejor postor. **Stresl.** En caso de desacuerdo sobre el precio del inmueble comprado a Arismendi, no se procederá como arriba se expresa, sino en la forma siguiente: el precio lo fijarán de común acuerdo las dos personas que en el momento figuren con el carácter de Gerentes del Royal Bank of Canadá y City Bank de esta ciudad, cualquiera que ellos sean. Caracas: primero de enero de mil novecientos veintiocho. Se hacen dos ejemplares a un solo efecto. Fecha ut supra.-

J. Tinoco

M. Travieso

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TORRE
COUNTRY CLUB

Sede de Tinoco, Travieso, Planchart & Núñez

TINOCO, TRAVIESO, PLANCHART & NÚÑEZ

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Tinoco, Travieso, Planchart & Núñez was founded in Caracas in the year 1914. Currently, it stands as a law firm with an outstanding professional background of almost 100 years and an excellent reputation within the scope of legal services performance in Venezuela.

Tinoco, Travieso, Planchart & Núñez is formed by law professionals specializing in various areas. The training and professionalism of its members, among whom there are university professors and attorneys who have pursued graduate studies outside Venezuela, gaining experience in the different legal systems, backed by a sound infrastructure and state-of-the-art technology, enable this law firm to provide high quality services in all branches of law, under a practice abiding by high ethical standards, and fulfill the needs of our clients promptly and efficiently.

Tinoco, Travieso, Planchart & Núñez, with offices in Caracas, Puerto Ordaz and Maturín, is highly qualified to serve its clients in various languages and in all civil, commercial, banking, capital markets, foreign investments, mergers and acquisitions, insurance, real estate, sea, river and land transportation, international, constitutional, administrative, telecommunications, free competition, privatizations, environmental, consumer protection, unfair international trade practices, oil and mining, taxation, litigation, trademarks, patents and copyrights, labor and criminal matters. The law firm is organized in several departments from which work groups are formed to attend to the various cases.

In order to provide our clients with a global service, we have entered into strategic associations with other national law firms in the cities of Barquisimeto, Cumaná, Maracaibo, Porlamar and Valencia. Additionally, at an international level, we have established an alliance with Holland & Knight, one of the most important law firms in the United States with offices all over the country. We are also a member of Multilaw, a worldwide association gathering law firms in more than 50 countries throughout the world.

Our firm, committed to bringing the justice system nearer to the community, provides free legal assistance to needy people and participates in several projects related to legal matters for the benefit of society. The attorneys of our Firm, aware of the impossibility for most of the population to have access to the Venezuelan justice system, have firmly undertaken to continuously and increasingly cooperate with the underprivileged community in the hope of contributing, within our means, to bring justice closer to those who need it the most.



Asamblea Nacional

Constitutional and Administrative Law Department

The Constitutional and Administrative Law Department of the Firm provides counsel to our clients in their relations with the various Venezuelan government entities, at national, state and municipal levels. In connection with these services, we analyze the scope, interpretation and constitutionality of the laws and other regulatory acts; and generally, the constitutionality and legality of any decisions issued and action taken by public entities. We advise and represent our clients in the prosecution of administrative and judicial proceedings, including actions seeking constitutional protection from governmental acts. Our attorneys also give legal advice to victims of human rights violations, resorting, if necessary, to international human rights protection organizations.

In Venezuela, the commercial exploitation of activities relating to mining and hydrocarbons, as well as telecommunications, is subject to various legislative and governmental regulations. For this reason, our expertise in such areas lies primarily with our Constitutional and Administrative Law Department.

We assist our clients in the obtaining of permits, authorizations and licenses required to conduct their operations in Venezuela. We represent and counsel our clients in various matters relating to public credit, budgetary regime, administrative agreements, and customs, as well as city planning, zoning and expropriation, in respect of which we provide guidance to our clients as to the best manner to protect their property rights. Our Constitutional and Administrative Law Department actively participates in privatization, bidding and license awarding processes, including their preliminary and subsequent stages, assuring our client the best formula to perform or acquire the relevant services or assets, as the case may be, in strict analysis of the regulatory framework applicable to such processes.

Our services further encompass the analysis of the environmental impact likely to be caused by the projects of our clients, and we provide counseling on the different regulations existing on the matter, as well as on the manner to ensure environmental compliance. Our Department frequently handles problems involving free competition, consumer protection and unfair trade practices, representing our clients before the various authorities regulating such matters.



BOLSA DE VALORES DE CARACAS

Civil and Corporate Law Department

The Civil and Corporate Law Department handles matters of a civil nature involving the rights of persons, family, wealth (real and personal property, obligations, estates), and also counsels our clients in the conduct of their business activities. Services in these areas comprise the preparation of all documentation necessary to conduct a business or professional activity (constituent documents, minutes, commercial books).

The Firm provides legal counsel in connection with the purchase and sale of assets or equities, including any due diligence relating thereto; advising also on all aspects relating to restructurings and mergers, as well as foreign investments. Generally, the Civil and Corporate Law Department actively participates in the negotiation and documentation of agreements of any nature, including works contracts and international commercial transactions.

Our long tradition as attorneys for Venezuelan and foreign banks has given us the knowledge and experience necessary to provide counseling and prepare documentation in connection with financing agreements, ranging from standard loans to more complex financing transactions, such as leasing and project financing, as well as the granting of securities of any kind.

Our services also include counseling on the public offering and private placement of shares, debentures, commercial papers, and other securities; and generally, the issue of papers backed by assets, securitizations and capital markets. We also provide legal assistance for matters relating to bankruptcy and moratorium proceedings, and creditor-debtor relations.

In addition, our services comprise legal counseling on the various aspects of the insurance and reinsurance business in Venezuela, including the preparation of policies and bonds and the processing of claims; as well as in matters relating to sea, river and land transportation of passengers and goods. The Firm also has ample experience in the preparation of agreements and documents necessary for the development of real estate projects.

Our Constitutional and Administrative Law Department complements our counseling capabilities in the areas of banking, insurance, real estate and capital markets, inasmuch as such activities are subject to the control of and regulation by public entities.



Servicio Nacional Integrado de Administración Aduanera y Tributaria (SENIAT)

Tax Law Department

Our Tax Department offers its expertise in three important areas: (i) opinions, counseling and consultations on tax matters, (ii) strategic tax planning, and (iii) administrative and judicial remedies.

We issue opinions in connection with any matters concerning national, state and municipal taxes, as our clients may require; such as the interpretation and application of, and benefits under, international treaties to avoid double taxation, customs duties and their special regimes, levies, income tax, value added tax, estate, gifts and other related branches tax, telecommunications taxes, special and parafiscal contributions such as that of science and technology, as well as all kinds of municipal taxes, among others.

We advise our clients on all matters concerning compliance of their formal tax duties, and in particular, the legal review of their income tax returns, withholding assessment, applications for tax benefits and fractioned payment of taxes. We prepare and file tax recovery applications in connection with value added tax and customs duties. In conjunction with our Labor Law Department, we offer legal assistance to employer and employees in connection with all parafiscal contributions, such as social security, job training system, and housing and habitat system, among others. We prepare and submit tax consultations addressed to the various Tax Administration bodies, in order to obtain clarification or confirmation of their criteria on specific matters, with a view to minimizing any potential tax exposure and avoid penalties and contradictory decisions.

Working in coordination with our Civil and Corporate Law Department and our Labor Law Department, as well as with our clients' auditors, we study and design efficient organizational structures adapting to our clients' specific needs, with a view to deferring, minimizing or eliminating, according to applicable legislation, the overall tax impact of a particular transaction or group of transactions. We collaborate directly in due diligence for merger and acquisition processes in which our clients may have an interest as buyers, sellers or members of joint ventures, partnerships or strategic associations.

In collaboration with the Constitutional and Administrative Law Department, we prepare and file administrative and judicial remedies, including constitutional remedies, in connection with any tax assessment, adjustment, penalty, decision or action. We bring actions for annulment on grounds of unconstitutionality and illegality of tax decisions and rules. The Department is continuously updating on rulings issued by the Tax Administration as well as analyzing proposed new tax laws, decrees and resolutions and reviewing case law of all court instances with jurisdiction in this matter.



Palacio de Justicia

Labor Law Department

The Labor Law Department offers legal assistance in all areas relating to the management of human resources. Our services include the negotiation and drafting of individual employment contracts and collective bargaining agreements, and active collaboration in the design and implementation of remuneration, benefits and working conditions policies. We also provide assistance in the prevention and resolution of labor conflicts of any kind before the labor administrative and judicial bodies, in close cooperation with our Litigation and our Constitutional and Administrative Law Departments.

Our practice is oriented to provide counseling in the interpretation and application of labor, social security and industrial health and safety laws, making such recommendations as may be appropriate, both for clients who intend to start operations in Venezuela and those already established. Our attorneys are continuously updating in connection with judicial decisions, rulings from the Ministry of Labor and opinions of the different bodies making up the Venezuelan Social Security System.

We have the capacity to advise our clients in the establishment of savings and pension plans and to design strategies to minimize the economic impact of expatriate and domestic personnel. In collaboration with our Tax Department, we monitor compliance by our clients of formal duties in connection with the parafiscal contributions which employers and employees are obliged to pay (among others, social security, employment security system, work training system, particularly regarding contributions to the National Institute for Socialist Training and Education (INCES) and the housing and habitat system).

This Department provides comprehensive consultancy in the labor aspects of acquisition, merger, transformation or privatization processes of companies and conducts labor due diligences which allow businessmen to obtain a global perspective of the labor situation of companies and avoid or minimize any particular contingencies associated to this area.

Criminal Law Department

The Criminal Law Department basically offers counseling on criminal matters in the context of the course of business activities including the analysis of corporate situations and issue of opinions and evaluations of particular factual situations involving corporations and their shareholders, representatives, administrators and advisors, all within the framework of the so-called Economic Crime Law (White-Collar Crime Law). In this regard, we offer specialized counseling in connection with the following regulatory instruments: Law against Corruption, General Law on Banking and other Financial Institutions, Criminal Environmental Law, Organic Law on Prevention, Work Conditions and Work Environment, Organic Tax Code, Law against Foreign Exchange Crimes, Law against Organized Crime, Organic Telecommunications Law, Copyright Law, Capital Markets Law, among others.

From the litigation viewpoint, we offer our representation and assistance in criminal proceedings, whether ordinary or special. In the first case, our services extend to all stages, from the investigation stage, intermediary stage, trial stage, to conclude with the execution stage and the subsequent procedure of indemnification for and repair of damages, as well as the various appeal stages, including cassation. Our assistance and follow-up of case files include actions before the different criminal courts, public prosecutors and criminal investigation law enforcement agencies.



Tribunal Supremo de Justicia

Litigation Department

Our Litigation Department offers immediate response to the needs of our clients in connection with court and arbitration proceedings in civil, commercial, banking, labor, landlord and tenant, family, wills, divorce, separation and adoption matters, among others. It works in close collaboration with members of the Constitutional and Administrative Law Department and the Tax Department in the administrative and tax judicial proceedings handled by said Departments.

We frequently counsel our clients on resolution of corporate disputes, representing them in account rendering proceedings, dissolution of companies and claims for irregularities, being also able to handle complex moratorium and bankruptcy proceedings. In addition, we rely on independent attorneys in various cities throughout Venezuela, who assist us in lawsuits which must be prosecuted before the courts of said cities.

The attorneys of this Department have extensive experience in the prosecution of lawsuits and other legal proceedings before the courts of the Republic, including the Supreme Tribunal of Justice. We also counsel our clients as to the best course to follow to reach out-of-court settlements, including resorting to various alternative methods of dispute resolution, being experienced in national and international arbitration.



Torres Centro Simón Bolívar

Intellectual Property Department

Through the Intellectual Property Department, the Firm has the capacity to offer its clients all professional services in the area, which basically include those pertaining to trademarks, patents and copyrights.

As to our services in the area of trademarks, the Department processes applications for registration of a trademark, beginning with the registrability analysis from the respective search of similar trademarks. Once a trademark has been applied for, or registered, all aspects in connection with the protection thereof are checked and monitored, including following-up on applications for similar trademarks filed by third parties, prevention of trademark infringement, unfair competition, and generally, any event which may threaten to infringe any industrial property rights conferred by the trademark. The Department also provides assistance in any transaction which may involve trademark rights; and for the registration of trademarks outside Venezuela, the service is provided through our various correspondents.

Services in the area of patents include analysis of registrability and novelty and filing of applications for patents of invention, industrial designs and utility models, counseling on industrial secrets, mandatory licenses and other aspects relating to the protection of the rights and interests of our clients in this area.

In what refers to copyrights, the Department is in a position to provide counsel to the clients of the Firm in the registration process or protection of any intellectual creation, which may range from a literary work to a software.

Finally, our Intellectual Property Department, working in collaboration with the Constitutional and Administrative Law and Litigation Departments represents and protects the rights of the clients in any litigation which may arise in connection with unfair competition, illegal practices, infringement of well-known trademarks, or any other infringement of intellectual property rights.

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