



6443016



**STATE OF CALIFORNIA**  
*Office of the Secretary of State*  
**STATEMENT AND DESIGNATION - OUT-OF-STATE**  
**STOCK CORPORATION**

California Secretary of State  
1500 11th Street  
Sacramento, California 95814  
(916) 657-5448

For Office Use Only

**-FILED-**

File No.: 6443016

Date Filed: 10/29/2024

B3155-9005 10/29/2024 10:27 PM Received by California Secretary of State

Corporation Name Corporation Name	Merinoria Corporation
Jurisdiction This Corporation is Formed in	Japan
Street Address of Principal Office of Corporation Principal Address	Japan 1-18-5 HIGASHINAKAJIMA HIGASHIYODOGAWA-KU OSAKA-CITY, OSAKA 533-0033
Mailing Address of Corporation Mailing Address	Japan 1-18-5 HIGASHINAKAJIMA HIGASHIYODOGAWA-KU OSAKA-CITY, OSAKA 533-0033
Attention	
Street Address of California Office of Corporation Street Address of California Office	None
Agent for Service of Process California Registered Corporate Agent (1505)	REGISTERED AGENTS INC Registered Corporate 1505 Agent
Consent to Service of Process	<p>The corporation irrevocably consents to service of process directed to the corporation upon the agent designated and to service of process on the Secretary of State if the agent designated or the agent's successor is no longer authorized to act or cannot be found at the address given.</p> <p>Consent under this paragraph extends to service of process directed to the out-of-state corporation's agent in this state for a search warrant issued pursuant to California Penal Code section 1524.2, or for any other validly issued and properly served search warrant, for records or documents that are in the possession of the out-of-state corporation and are located inside or outside of this state. This shall apply to a out-of-state corporation that is a party or a nonparty to the matter for which the search warrant is sought. "Properly served" means delivered by hand, or in a manner reasonably allowing for proof of delivery if delivered by United States mail, overnight delivery service, or facsimile to a person or entity listed in California Corporations Code section 2110, or any other means specified by the out-of-state corporation, including, but not limited to, email or submission via an Internet Web portal that the out-of-state corporation has designated for the purpose of service of process.</p>
Electronic Signature	<input checked="" type="checkbox"/> I am a corporate officer and am authorized to sign on behalf of the out-of-state corporation.
<u>Hitomi Ohtomo</u> Signature	<u>10/29/2024</u> Date



<https://www.solutec.co.jp>

## Certificate of Translation

I, Kiyomi Tabuki, do hereby solemnly and sincerely declare;

1. that I am well acquainted with the Japanese and English languages, and
2. that the document attached is a true and faithful translation of the  
***Certified Copy of the Commercial Register***  
(the Japanese document name is "Genzai Jiko Zenbu Shomeisho": the literal translation of it is "Certificate of All Registered Matters which are Currently in Effect" or simply "Certificate of All Present Matters")  
of ***Merinoria Corporation*** as  
issued by the Registrar of *Kita Branch Office of Osaka Legal Affairs Bureau, Ministry of Justice, Government of Japan*, and
3. that I performed the translation of the said document and I have the sole responsibility for this translation.

I make this declaration conscientiously believing it to be true and knowing it is of the same force and effect as if made under Oath.

Date: October 28, 2024



Translator's Signature:

Kiyomi TABUKI  
CEO and Chief Translator  
Solutec Co., Ltd.

3-41-20, Sumiyoshi-cho, Fuchu-shi, Tokyo 183-0034 JAPAN  
Tel +81-42-336-6801 / Fax +81-42-336-6802  
Email: tabuki@solutec.co.jp

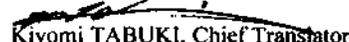
**CERTIFICATE OF ALL REGISTERED MATTERS  
CURRENTLY IN EFFECT**

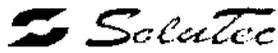
Merinoria Corporation  
1-18-5, Higashinakajima, Higashiyodogawa-ku, Osaka-shi, Osaka

Company Registration No.	1200-01-095795	
Trade name	<u>Japan Life Corporation</u>	
	Merinoria Corporation	Altered : May 1, 2021 Registered : May 6, 2021
Head office	1-18-5, Higashinakajima, Higashiyodogawa-ku, Osaka-shi, Osaka	
Method of public notice	Public notices shall be given in the Official Gazette published by the Japanese Government.	
Date of incorporation	November 17, 1999	
Objectives	<ol style="list-style-type: none"> <li>1. Purchase, sale, lease, management, and brokerage of real estate.</li> <li>2. Development of residential lands.</li> <li>3. Design, execution, and management of building construction.</li> <li>4. Provision of non-life insurance agency services.</li> <li>5. Conducting any and all business incidental and/or related to any of the foregoing.</li> </ol>	
Total number of authorized shares	3,200 shares	Altered : November 9, 2001 Registered : November 12, 2001
Total number of issued shares, and type and number of shares in each class	The number of shares issued. 800 shares	Altered : November 9, 2001 Registered : November 12, 2001
Provision for issuance of share certificates	The company shall issue share certificates.	Registered on May 1, 2006 under Article 136 of the Law number 87 of 2005.
Amount of capital	40,000,000 yen	Altered : November 9, 2001 Registered : November 12, 2001
Restrictions on transfer of shares	Transfer of share of the company requires board of directors' approval.	
Matters concerning officers	Director: Hitomi OHTOMO	Reappointed: November 30, 2020 Registered : December 1, 2020

Ref. number: (N) 975240 \*Any underlined entries show they were deregistered. 1 of 2

I hereby confirm the completeness and accuracy of the above translation.

  
Kiyomi TABUKI, Chief Translator



**Merinoria Corporation**  
 1-18-5, Higashinakajima, Higashiyodogawa-ku, Osaka-shi, Osaka

	Director: John Mai YEH	Reappointed: November 30, 2020 Registered : December 1, 2020
	Director: Shimpei OHTOMO	Appointed : November 30, 2020 Registered : December 1, 2020
	Representative Director: Hitomi OHTOMO 4-9-6, Hotarugaike Higashimachi, Toyonaka-shi, Osaka	Reappointed: November 30, 2020 Registered : December 1, 2020
	Audit & Supervisory Board Member: Masao OHTOMO	Appointed : March 31, 2021 Registered : April 15, 2021
	There is a provision in the Articles of Incorporation of the Company that limits the scope of audits by the Audit & Supervisory Board Members to those related to accounting.	Registered : December 12, 2016
Matters relating to Company with Board of Directors	Company with Board of Directors	Registered on May 1, 2006 under Article 136 of the Law number 87 of 2005.
Matters relating to Company with Audit & Supervisory Board Members	Company with Audit & Supervisory Board Members	Registered on May 1, 2006 under Article 136 of the Law number 87 of 2005.

(QR Code)

This document evidences all of the currently effective entries made in the registry.  
 (Jurisdiction of Osaka Legal Affairs Bureau)

October 21, 2024

Kita Branch Office of Osaka Legal Affairs Bureau

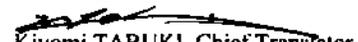
Registrar

Atsuo OMAE



Ref. number: (N) 975240 \*Any underlined entries show they were deregistered. 2 of 2

I hereby confirm the completeness and accuracy of the above translation.

  
 Kiyomi TABUKI, Chief Translator

現在事項全部証明書

大阪市東淀川区東中島一丁目18番5号  
株式会社Merinoria

会社法人等番号	1200-01-095795	
商号	株式会社ジャパンライフ	
	株式会社Merinoria	令和 3年 5月 1日変更 令和 3年 5月 6日登記
本店	大阪市東淀川区東中島一丁目18番5号	
公告をする方法	官報に掲載してする	
会社成立の年月日	平成11年11月17日	
目的	1. 不動産の売買・賃貸・管理及び仲介 2. 宅地の造成開発 3. 建築工事の設計、施工及び管理 4. 損害保険代理業 5. 上記各号に附帯関連する一切の業務	
発行可能株式総数	3200株	平成13年11月9日変更
		平成13年11月12日登記
発行済株式の総数 並びに種類及び数	発行済株式の総数 800株	平成13年11月9日変更
		平成13年11月12日登記
株券を発行する旨の定め	当会社の株式については、株券を発行する 平成17年法律第87号第136条の規定により平成18年5月1日登記	
資本金の額	金4000万円	平成13年11月9日変更
		平成13年11月12日登記
株式の譲渡制限に関する規定	当会社の株式を譲渡するには、取締役会の承認を受けなければならない	
役員に関する事項	取締役 黄友日登美	令和 2年11月30日重任
		令和 2年12月1日登記

大阪市東淀川区東中島一丁目18番5号  
株式会社Merinoria

	取締役	ヨウ・ジョン・メイ	令和 2年11月30日重任 ----- 令和 2年12月 1日登記
	取締役	黄 友 真 平	令和 2年11月30日就任 ----- 令和 2年12月 1日登記
	大阪府豊中市蛍池東町四丁目9番6号 代表取締役	黄 友 日 登 美	令和 2年11月30日重任 ----- 令和 2年12月 1日登記
	監査役	黄 友 真 央	令和 3年 3月31日就任 ----- 令和 3年 4月15日登記
	監査役の監査の範囲を会計に関するものに限定する旨の定款の定めがある		----- 平成28年12月12日登記
取締役会設置会社に関する事項	取締役会設置会社		平成17年法律第87号第136条の規定により平成18年 5月 1日登記
監査役設置会社に関する事項	監査役設置会社		平成17年法律第87号第136条の規定により平成18年 5月 1日登記



これは登記簿に記録されている現に効力を有する事項の全部であることを証明した書面である。

(大阪法務局管轄)

令和 6年10月21日

大阪法務局北出張所  
登記官

大 前 篤 央

