



6479474

B3233-1748 12/02/2024 2:38 PM Received by California Secretary of State



**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.: 6479474

Date Filed: 12/2/2024

Corporation Name	VIPOGA, S.A.P.I. DE C.V. SOFOM ENR
Jurisdiction	Mexico
Street Address of Principal Office of Corporation	5716 CORSA AVE SUITE 110 WESTLAKE VILLAGE, CA 91362
Mailing Address of Corporation	5716 CORSA AVE SUITE 110 WESTLAKE VILLAGE, CA 91362
Attention	
Street Address of California Office of Corporation	5716 CORSA AVE SUITE 110 WESTLAKE VILLAGE, CA 91362
Agent for Service of Process	INCORP SERVICES, 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.
Ivan Vizcaino Quiroga	12/02/2024
Signature	Date

**REGISTRATION CERTIFICATE**

**INFORMATION ON CERTIFICATION**

NCI	Method of entry
202400348114	Web
Date and time of certification	
11/20/2024 05:00:27 CST	

**CERTIFICATION**

**Registered in this office as follows:**

**Company name:** VIPOGA, S.A.P.I. DE C.V. SOFOM ENR

**With electronic commercial folio:** N-2018101531

**With registered office at:** HERMOSILLO, SONORA

**Corporate purpose:**

"(...) FIVE. CORPORATE PURPOSE. A). THE COMPANY'S MAIN PURPOSE IS THE REALIZATION OF ONE OR MORE OF THE FOLLOWING REGULAR AND PROFESSIONAL ACTIVITIES: GRANTING OF CREDIT, FINANCIAL LEASING AND FINANCIAL FACTORING; ADDITIONALLY, IT MAY CONSIDER AS PART OF ITS MAIN CORPORATE PURPOSE THE ADMINISTRATION OF ANY TYPE OF CREDIT PORTFOLIO AND LEASING OF MOVABLE AND IMMOVABLE PROPERTY. IN ORDER TO ACHIEVE ITS CORPORATE PURPOSE, IT MAY: I. GRANT ALL KINDS OF CREDITS OR LOANS TO INDIVIDUALS AND LEGAL ENTITIES, NATIONAL OR FOREIGN, IN NATIONAL OR FOREIGN CURRENCY, SUCH AS: PERSONAL CREDITS, SIMPLE CREDIT, PAYROLL LOANS, AUTOMOBILE LOAN, MORTGAGE LOAN, REVOLVING LOAN, FINANCING OR WORKING CAPITAL CREDIT, REFUND CREDIT, PERSONAL LOAN, FINANCING OR WORKING CAPITAL LOAN, REFUND LOAN, ETC. II. GRANT FINANCIAL LEASE TO INDIVIDUALS AND LEGAL ENTITIES, NATIONAL OR FOREIGN. III. GRANT FINANCIAL FACTORING TO NATIONAL OR FOREIGN INDIVIDUALS AND LEGAL ENTITIES. IN ADDITION TO THE MAIN CORPORATE PURPOSE, THE COMPANY MAY: IV. MANAGE ANY TYPE OF CREDIT PORTFOLIO AND LEASING OF MOVABLE AND IMMOVABLE PROPERTY. V. CARRY OUT PURCHASE, SALE AND CREDIT PORTFOLIO MANAGEMENT TRANSACTIONS, WHETHER ITS OWN OR THOSE OF THIRD PARTIES. VI. ACQUIRE, USE, TRANSFER, TRANSMIT, AFFECT, ENCUMBER, LEASE OR SUBLET ANY TYPES OF MOVABLE OR IMMOVABLE PROPERTY. IN ADDITION, THE COMPANY MAY CARRY OUT THE FOLLOWING SECONDARY ACTIVITIES: VII. ACT AS A COMMISSIONER, INTERMEDIARY, ADMINISTRATOR, PROMOTER, REPRESENTATIVE, AGENT OF ALL TYPES OF INDIVIDUALS AND LEGAL ENTITIES, AS WELL AS OTHER FINANCIAL ENTITIES; AND, IN GENERAL, TRADE WITH ALL TYPES OF LEGALLY PERMITTED GOODS AND SERVICES. VIII. ACT AS A TRUSTEE ONLY IN GUARANTEE TRUSTS, IN ACCORDANCE WITH THE PROVISIONS OF SECTION TWO, CHAPTER V (FIVE), TITLE TWO, ARTICLE 395 (THREE HUNDRED AND NINETY-FIVE) OF THE GENERAL LAW ON TITLES AND CREDIT OPERATIONS, ARTICLES 79 (SEVENTY-NINE) AND 80 (EIGHTY) OF THE CREDIT INSTITUTIONS LAW FOR SAID INSTITUTIONS, 87-Ñ (EIGHTY-SEVEN DASH LETTER "Ñ"), OF THE GENERAL LAW OF AUXILIARY CREDIT ORGANIZATIONS AND ACTIVITIES AND OTHER APPLICABLE LEGISLATION. IX. ACT AS TRUSTORS AND/OR TRUSTEES IN ANY TYPE OF TRUST, PROVIDED THAT THEY DO NOT CONTRAVENE THE PROVISIONS OF ARTICLE 87-Ñ (EIGHTY-SEVEN DASH LETTER "Ñ"), OF THE GENERAL LAW OF AUXILIARY CREDIT ORGANIZATIONS AND ACTIVITIES AND OTHER APPLICABLE LEGISLATION. B). ENTER INTO ALL LEGAL ACTS THAT ARE NECESSARY OR CONVENIENT FOR THE FULFILLMENT OF THE CORPORATE PURPOSE. C). PARTICIPATE IN ALL TYPES OF COMMERCIAL AND CIVIL SOCIETIES, CIVIL ASSOCIATIONS AND COMPANIES, BOTH NATIONAL AND FOREIGN, BY MEANS OF OWNERSHIP, SUBSCRIPTION AND/OR ACQUISITION OF THEIR SHARES, OBLIGATIONS, PARTICIPATIONS,

EQUITY INTERESTS, ASSETS AND RIGHTS THROUGH ANY LEGAL MEANS. D). REPRESENT ALL KINDS OF PERSONS AS AGENT, INTERMEDIARY, COMMISSIONER, FACTOR, CONSIGNEE OR UNDER ANY OTHER LEGAL TITLE. E). PROVIDE ALL TYPES OF COLLECTION SERVICES. F). OBTAIN UNDER ANY TITLE, EITHER FROM PUBLIC, FEDERAL, OR STATE ADMINISTRATION, AND FROM PUBLIC OR PRIVATE COMPANIES, ALL TYPES OF CONCESSIONS, PERMITS, AUTHORIZATIONS OR LICENSES RELATED TO THE CORPORATE PURPOSE. G). PROVIDE ADVISORY, CONSULTANCY, ASSISTANCE, MAINTENANCE SERVICES AND, IN GENERAL, ALL TYPES OF SERVICES RELATED TO TECHNICAL, ADMINISTRATIVE, LEGAL, ECONOMIC, BUSINESS PLANNING AND ANY OTHER ASPECTS, TO INDIVIDUALS AND LEGAL ENTITIES, AND CONTRACT SAID SERVICES FROM THE AFOREMENTIONED PERSONS. H). ACQUIRE AND EXPLOIT PATENTS, CERTIFICATES OF INVENTION, INDUSTRIAL DESIGNS AND MODELS, TRADEMARKS, DENOMINATIONS OF ORIGIN, TRADE NAMES, SLOGANS, FRANCHISES AND COPYRIGHTS, AS WELL AS OBTAIN FROM AND GRANT TO THIRD PARTIES LICENSES FOR THE USE AND EXPLOITATION OF THE AFOREMENTIONED ASSETS. I). OBTAIN ALL TYPES OF LOANS, LOANS FOR CONSUMPTION, CREDITS, OR ANY TYPE OF COMMERCIAL, INDUSTRIAL AND BANKING FINANCING, WITH OR WITHOUT PLEDGE OR MORTGAGE GUARANTEE, ACT AS A GUARANTOR OF JOINT AND SEVERAL OBLIGOR FOR THIRD PARTIES OR RELATED PARTIES, AND OFFER GUARANTEES IN FAVOR OF THE COMPANY ITSELF OR THIRD PARTIES, WHETHER RELATED OR NOT. IN ADDITION, PROVIDE AS WARRANTIES OF ANY KIND ANY MOVABLE AND IMMOVABLE PROPERTY OWNED BY THE COMPANY. J). OFFER PLEDGE OR MORTGAGE GUARANTEES IN FAVOR OF DEBTS CONTRACTED BY THE COMPANY ITSELF OR IN FAVOR OF DEBTS CONTRACTED BY THIRD PARTIES, WHETHER OR NOT RELATED TO THE COMPANY. K). SUBSCRIBE ALL TYPES OF CREDIT TITLES AND EXECUTE ALL TYPES OF CREDIT TRANSACTIONS REGULATED BY THE GENERAL LAW ON TITLES AND CREDIT OPERATIONS, WHETHER BY OBLIGATIONS OR RIGHTS OF ITS OWN, OF RELATED PARTIES OR OF THIRD PARTIES. L). OPEN AND CANCEL ALL TYPES OF BANK ACCOUNTS AND DRAW AGAINST THEM, AS WELL AS SUBSCRIBE ALL TYPES OF CREDIT TITLES. LIKEWISE, IT MAY OPEN OR CONTRACT INVESTMENT OR ANY OTHER TYPE OF ACCOUNTS PROVIDED FOR BY THE APPLICABLE LAW. M). EXECUTION OF ALL TYPES OF COMMERCIAL ACTS, COMMERCIAL AGREEMENTS, CIVIL CONTRACTS, ADMINISTRATIVE CONTRACTS, PUBLIC OR PRIVATE TRUSTS AND ANY TYPE OF CONTRACT OR AGREEMENT REGULATED BY MEXICAN LAWS, PROVIDED THAT THEY ARE LAWFUL. N). EXECUTION OF ANY TYPE OF INTERNATIONAL CONTRACT OR SERVICE REGULATED BY THE INTERNATIONAL PROVISIONS THAT ARE APPLICABLE IN THE MEXICAN REPUBLIC. (...)"

**Duration:** INDEFINITE  
**Registration date:** 12/14/2018 11:58:10 CST  
**Under the control number:** 202400348114

**CERTIFIED BY**

**Name**

Carolina Navarro Carpio

**Signature**

LAI0Hfrz1EkWqJ65joYiGYIYkblK7eegzM7KM/opxfQ=

Registration certificate

2024003481140071

Unique Document Number

ELECTRONIC SIGNATURE OF THE ES		
Original string	Time stamp	Signature key
uUkADImhrOBcIOYLdZIRNsx3HRM=	20241120230026.994Z	LCvqhtMzslseWlupECiDiqsr8lUR16BOWNr4jeZlnXCH +ohXNYFOzgcVsrZDstfiS7cgFoGsa5X +ZkuINacTiEdFmK0faSE0J/ r0xWjlGSs5ukCEMAoSoAtKfWQ4qtMDVVgRrrlFL J8/o6qyqCi7d1ndeuxzstlKtgH0516S/ HCqxuu7BK2+VoY1Pq/ kM7Vvv0QC4fdKrJhl7UvVEshTluk6HW/ 7BCyHFPsi74xxi097G70ubA+z0QnXow8lOz/ PESXqHK57zVQGT21A8MQG1GSaS1YGikLiyA92/ w7J0BFNg==

APPLICATION RELATED PAYMENTS		
Payment reference No.	Date	Amount
933110023787930654901	11/20/2024 05:00:20 CST	\$1,700.00

B3233-1751-19/02/2024 2:38 PM Received by California Secretary of State

**CERTIFICADO DE INSCRIPCIÓN**

DATOS DE LA CERTIFICACIÓN	
NCI	Modalidad de ingreso
202400348114	Web
Fecha y hora de la certificación	
20/11/2024 05:00:27 T.CENTRO	

**CERTIFICACIÓN**

En esta oficina se encuentra inscrito:

**Denominación:** VIPOGA, S.A.P.I. DE C.V. SOFOM ENR

**Con Folio Mercantil Electrónico:** N-2018101531

**Con domicilio social en:** HERMOSILLO, SONORA

**Objeto social:**

“(…) QUINTA.- OBJETO SOCIAL. A).- LA SOCIEDAD TENDRÁ POR OBJETO PRINCIPAL LA REALIZACIÓN HABITUAL PROFESIONAL DE UNA O MÁS DE LAS ACTIVIDADES DE OTORGAMIENTO DE CRÉDITO, ARRENDAMIENTO FINANCIERO Y FACTORAJE FINANCIERO, Y COMPLEMENTARIAMENTE, PODRÁ CONSIDERAR COMO PARTE DE SU OBJETO SOCIAL PRINCIPAL LA ADMINISTRACIÓN DE CUALQUIER TIPO DE CARTERA CREDITICIA Y EL ARRENDAMIENTO DE BIENES MUEBLES E INMUEBLES.- PARA LA CONSECUCIÓN DE SU OBJETO SOCIAL, PODRÁ REALIZAR: I.- OTORGAR TODA CLASE DE CRÉDITOS O PRESTAMOS, A PERSONAS FÍSICAS Y MORALES, NACIONALES O EXTRANJERAS, EN MONEDA NACIONAL O EXTRANJERA, COMO SON: CRÉDITOS PERSONALES, CRÉDITO SIMPLE, CRÉDITOS DE NÓMINA, CRÉDITO AUTOMOTRIZ, CRÉDITO HIPOTECARIO, CRÉDITO REVOLVENTE, CRÉDITO DE HABILITACIÓN O AVÍO, CRÉDITO REFACCIONARIO, PRÉSTAMO PERSONAL, PRÉSTAMO DE HABILITACIÓN O AVÍO, PRÉSTAMO REFACCIONARIO, ETC. II.- OTORGAR ARRENDAMIENTO FINANCIERO A PERSONAS FÍSICAS Y MORALES, NACIONALES O EXTRANJERAS. III.- OTORGAR FACTORAJE FINANCIERO A PERSONAS FÍSICAS Y MORALES NACIONALES, O EXTRANJERAS. DE MANERA COMPLEMENTARIA AL OBJETO SOCIAL PRINCIPAL LA SOCIEDAD PODRÁ: IV.- ADMINISTRAR CUALQUIER TIPO DE CARTERA CREDITICIA Y EL ARRENDAMIENTO DE BIENES MUEBLES E INMUEBLES. V.- LLEVAR A CABO OPERACIONES DE COMPRA, VENTA Y ADMINISTRACIÓN DE CARTERA DE CRÉDITO, YA SEA PROPIA O DE TERCEROS. VI.- ADQUIRIR, UTILIZAR, ENAJENAR, TRANSMITIR, AFECTAR, GRAVAR, ARRENDAR, SUBARRENDAR, TODO TIPO DE BIENES MUEBLES O INMUEBLES. ADEMÁS, PODRÁ REALIZAR LAS SIGUIENTES ACTIVIDADES SECUNDARIAS: VII.- ACTUAR COMO COMISIONISTA, INTERMEDIARIO, ADMINISTRADOR, PROMOTOR, REPRESENTANTE, AGENTE DE TODA CLASE DE PERSONAS FÍSICAS Y MORALES; ASÍ COMO DE OTRAS ENTIDADES FINANCIERAS, Y; EN GENERAL, COMERCIAR CON TODO TIPO DE BIENES Y SERVICIOS LEGALMENTE PERMITIDOS. VIII.- ACTUAR COMO FIDUCIARIA ÚNICAMENTE EN FIDEICOMISOS DE GARANTÍA, DE ACUERDO CON LA SECCIÓN SEGUNDA, DEL CAPÍTULO V (QUINTO), DEL TÍTULO SEGUNDO, ARTÍCULO 395 (TRESCIENTOS NOVENTA Y CINCO) DE LA LEY GENERAL DE TÍTULOS Y OPERACIONES DE CRÉDITO, ARTÍCULOS 79 (SETENTA Y NUEVE) Y 80 (OCHENTA) DE LA LEY DE INSTITUCIONES DE CRÉDITO PARA DICHAS INSTITUCIONES, 87-Ñ (OCHENTA Y SIETE GUION LETRA “Ñ”), DE LA LEY GENERAL DE ORGANIZACIONES Y ACTIVIDADES AUXILIARES DEL CRÉDITO Y DEMÁS LEGISLACIÓN APLICABLE. IX.- ACTUAR COMO FIDEICOMITENTES Y/O FIDEICOMISARIOS EN CUALQUIER TIPO DE FIDEICOMISOS, SIEMPRE QUE NO CONTRAVENGAN LO ESTABLECIDO EN EL ARTÍCULO 87-Ñ (OCHENTA Y SIETE GUION LETRA “Ñ”), DE LA LEY GENERAL DE ORGANIZACIONES Y ACTIVIDADES AUXILIARES DEL CRÉDITO Y DEMÁS LEGISLACIÓN

APLICABLE. B).- CELEBRAR TODOS LOS ACTOS JURÍDICOS NECESARIOS O CONVENIENTES PARA REALIZACIÓN DEL OBJETO SOCIAL. C).- PARTICIPAR EN TODA CLASE DE SOCIEDADES MERCANTILES Y CIVILES, ASOCIACIONES CIVILES Y EMPRESAS, NACIONALES Y EXTRANJERAS, POR MEDIO DE LA TENENCIA, SUSCRIPCIÓN Y/O ADQUISICIÓN DE SUS ACCIONES, OBLIGACIONES, PARTICIPACIONES, EN PARTES SOCIALES, ACTIVOS Y DERECHOS A TRAVÉS DE CUALQUIER MEDIO LEGAL. D).- REPRESENTAR A TODA CLASE DE PERSONAS EN CALIDAD DE AGENTE, INTERMEDIARIO, COMISIONISTA, FACTOR, CONSIGNATARIO O POR CUALQUIER OTRO TÍTULO LEGAL. E).- PRESTAR TODO TIPO DE SERVICIOS DE COBRANZA. F).- OBTENER POR CUALQUIER TÍTULO, TODO TIPO DE CONCESIONES, PERMISOS, AUTORIZACIONES O LICENCIAS RELACIONADAS CON EL OBJETO SOCIAL. G).- PRESTAR SERVICIOS DE ASESORÍA, CONSULTORÍA, ASISTENCIA, MANTENIMIENTO Y, EN GENERAL, TODO TIPO DE SERVICIOS RELACIONADOS CON ASPECTOS TÉCNICOS, ADMINISTRATIVOS JURÍDICOS, ECONÓMICOS, DE PLANEACIÓN DE NEGOCIOS Y CUALESQUIERA OTROS, A PERSONAS FÍSICAS Y MORALES Y CONTRATAR DICHOS SERVICIOS DE LAS MENCIONADAS PERSONAS. H).- ADQUIRIR Y EXPLOTAR PATENTES, CERTIFICADOS DE INVENCION, DISEÑOS Y MODELOS INDUSTRIALES, MARCAS, DENOMINACIONES DE ORIGEN, NOMBRES COMERCIALES, SLOGANS, FRANQUICIAS Y DERECHOS DE AUTOR, ASÍ COMO OBTENER DE Y OTORGAR A TERCERAS PERSONAS, LICENCIAS PARA EL USO Y EXPLOTACIÓN DE LOS BIENES CITADOS. I).- LA OBTENCIÓN DE TODO TIPO DE PRÉSTAMOS, MUTUOS, CRÉDITOS, O DE CUALQUIER TIPO DE FINANCIAMIENTOS COMERCIALES, INDUSTRIALES, BANCARIOS, CON O SIN GARANTÍA PRENDARIA O HIPOTECARIA, ASÍ COMO CONSTITUIRSE COMO AVAL U OBLIGADO SOLIDARIO DE OBLIGACIONES DE TERCEROS O DE PARTES RELACIONADAS Y OFRECER GARANTÍAS A FAVOR DE LA PROPIA EMPRESA O DE TERCEROS, RELACIONADOS O NO. ADEMÁS, OTORGAR EN GARANTÍA DE TODO TIPO LOS BIENES MUEBLES E INMUEBLES PROPIEDAD DE LA SOCIEDAD. J).- OFRECER GARANTÍAS PRENDARIAS O HIPOTECARIAS A FAVOR DE LAS DEUDAS CONTRAÍDAS POR LA PROPIA EMPRESA, O A FAVOR DE DEUDAS CONTRAÍDAS POR TERCERAS PERSONAS RELACIONADAS O NO CON LA EMPRESA. K).- LA SUSCRIPCIÓN DE TODO TIPO DE TÍTULOS DE CRÉDITO Y LA REALIZACIÓN DE TODO TIPO DE OPERACIONES DE CRÉDITO REGULADOS POR LA LEY GENERAL DE TÍTULOS Y OPERACIONES DE CRÉDITO, YA SEA POR OBLIGACIONES O DERECHOS PROPIOS, DE PARTES RELACIONADAS O DE TERCEROS. L).- LA APERTURA Y CANCELACIÓN TODO TIPO DE CUENTAS BANCARIAS Y GIRAR EN CONTRA DE ELLAS, ASÍ COMO SUSCRIBIR TODO TIPO DE TÍTULOS DE CRÉDITO. DE IGUAL MANERA LA APERTURA O CONTRATACIÓN DE CUENTAS DE INVERSIÓN O DE CUALQUIER TIPO QUE ESTABLECE LA LEY RESPECTIVA. M).- LA REALIZACIÓN DE TODO TIPO DE ACTOS DE COMERCIO, CONTRATOS MERCANTILES, CONTRATOS CIVILES, CONTRATOS ADMINISTRATIVOS, FIDEICOMISOS PÚBLICOS O PRIVADOS Y CUALQUIER TIPO DE CONTRATO O CONVENIO REGULADO POR LAS LEYES MEXICANAS, SIEMPRE Y CUANDO SEAN LÍCITOS. N).- LA REALIZACIÓN DE TODO TIPO DE CONTRATO O SERVICIO INTERNACIONAL REGULADO POR LAS DISPOSICIONES INTERNACIONALES QUE SEAN APLICABLES EN LA REPÚBLICA MEXICANA. (...)"

**Duración:** INDEFINIDO  
**Fecha de registro:** 14/12/2018 11:58:10 T.CENTRO  
**Bajo el número de control:** 202400348114

**CERTIFICA**

**Nombre**

Carolina Navarro Carpio

**Firma**

LAi0Hfrz1EkWqJ65joYiGYiYkblK7eegzM7KM/opxfQ=



Certificado inscripción

2024003481140071

Número Único de Documento

FIRMA ELECTRÓNICA DE LA SE		
Cadena original	Sello de tiempo	Caracteres de firma
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PAGOS RELACIONADOS A LA SOLICITUD		
Referencia de pago No.	Fecha	Importe
933110023787930654901	20/11/2024 05:00:20 T.CENTRO	\$1,700.00

B3233-1754-19/02/2024 2:38 PM Received by California Secretary of State