



Translation 36190

Elias Guttman

Certified Public Translator – English

Enrollment Commercial Registry Jucesp No. 850 – CPF 205.428.458-06

ID/RG 13.255.413 – CCM 2.939.360 – INSS 1.162.477.364-2

Alameda Casa Branca, 844 – Zip Code: 01408-000 – São Paulo/SP

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The undersigned, Public Translator, duly sworn and registered with the Board of Trade of the State of São Paulo under No. 850 certifies that a document, written in Portuguese was presented for translation into English, which has been done to the best of his knowledge as follows: -

[Figure]

STATE OF AMAZONAS

JUDICIAL DISTRICT OF PRESIDENTE FIGUEIREDO

NOTARY AND PUBLIC REGISTRY OFFICE

SÉRGIO LUIZ BARBOSA SILVA

NOTARY PUBLIC/REGISTRAR

PUBLIC DEED OF SALE AND PURCHASE OF A RURAL PROPERTY ENTERED INTO BETWEEN MÁRIO FERREIRA FALCÃO, AS GRANTOR, AND FLORESTA TOKEN CONSERVAÇÃO DE FLORESTA NATIVA DO BIOMA AMAZONICO SPE LTDA, AS GRANTEE, as follows:

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2nd Transcript

KNOW ALL MEN BY THESE PRESENTS THAT, on October 28, 2021, in the city and judicial district of Presidente Figueiredo, state of Amazonas, Federative Republic of Brazil, in this Office, before me, Deputy Notary Public, appeared the contracting parties, which are, on the one hand, as GRANTOR, hereinafter referred to simply as “GRANTOR”: **MÁRIO FERREIRA FALCÃO**, a Brazilian citizen, single, from the city of Eirunepé, state of Amazonas, born on 09/18/1948, son of Francisco Bernardo Falcão and Francisca Guimarães Ferreira Falcão, a cattle farmer, holder of identification card #0208433-3 SESEP/AM, registered with the CPF/MF [Individual Taxpayers’ Roll] under #027.516.662-72, email address: nihil, telephone: 92 99166-3984, resident and domiciled at Rua 10, Casa 940 - Bairro Alvorada II, in the city of Manaus, state of Amazonas; and, on the other hand, as GRANTEE: **FLORESTA TOKEN CONSERVAÇÃO DE FLORESTA NATIVA DO BIOMA AMAZONICO SPE LTDA**, a limited liability company, registered with the CNPJ/MF [Corporate Taxpayers’ Roll] under #41.865.245/0001-69, registered with JUCEMAT [Board of Trade of the State of Mato Grosso] under NIRE [Company Registry Number] 51201818681, with main place of business at Rua das Manjeronas, 364, Bairro Jardim Maringá, in the city of Sinop, state of Mato Grosso, CEP [Zip Code]: 78.556-210, herein represented by its managing partner, **SANZIO COELHO MACIEL**, a Brazilian citizen, from the city of [REDACTED], state of [REDACTED], born on [REDACTED], married, a businessman, [REDACTED] and [REDACTED], holder of RG [identification card] [REDACTED], and registered with the CPF/MF under [REDACTED], resident and domiciled at [REDACTED], s/nº [w/o number], [REDACTED], Bairro Loteamento [REDACTED], CEP: [REDACTED], email address: [REDACTED], telephone: [REDACTED], hereinafter referred to simply as “GRANTEE”. In compliance with Provision #88/2019-CNJ, the contracting parties stated that they are not politically exposed persons, that, in the last five (5) years, they have not held any relevant public offices or positions in Brazil or in other foreign countries, territories, and possessions, nor have their representatives, relatives, or other people closely related to them. I, Deputy Notary Public, hereby confirm the identity of all those in attendance. Grantor stated to me the he is the lord and rightful owner of the following **PROPERTY**: Rural property separated from a larger area, namely: Lote [Lot #] 126 (Remnant). Owner: Mario Ferreira Falcão, registered with the CPF under #027.516.662-72, registered with the Notary and Public Registry Office of Presidente Figueiredo under #2,435, on page 255 of Book #2-K, Presidente Figueiredo/AM, with an area of 1,001.4337 hectares and a perimeter of 13,153.54 m. PERIMETER DESCRIPTION: The description of this perimeter starts at point AFO-M-2115, georeferenced in the Brazilian Geodetic System DATUM - SIRGAS2000, MC-63’W, coordinates N 9,833,203.196 m and E 784,080.750 m, from which it borders Lote 1268, with azimuth of 149°00’32’ for a distance of 3,463.97 m to point AFO-M-2116, coordinates N 9,830,233.714 m and E 785,864.358 m; from which it borders Ramal da Nona, with azimuth of 188°35’52’ for a distance of 300.07 m to point AFO-M-2117, coordinates N 9,829,937.021 m and E 785,819,500 m; from which it borders 785.8 Lote 124, with azimuth of 237°22’20’ for a distance of 2,204.19 m to point AFO-M-1606, coordinates N 9,828,748.569 m and E 783,963.151 m; from which it borders state government lands, with azimuth of 328°10’12’ for a distance of 4,587.75 m to point AFO-M-2114, coordinates N 9,832,646.396 m and E 781,543.572 m; from which it borders Lote 126A, with azimuth of 77°37’20’ for a distance of 2,597.56 m



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to point AFO-M-2115, which is the starting point of this perimeter of 13,153.54 m. All coordinates described herein are georeferenced to the Brazilian Geodetic System and are represented in the UTM System, referenced to Central Meridian #63 WGr, using SIRGAS2000 as Datum. The azimuths, distances, area, and perimeter were calculated in the UTM projection plan. **PROPERTY RURAL CODE #951.137.170.020-7. NIRF [Rural Property Number in the Brazilian Internal Revenue Service] 9.533.646-0. CCIR [Rural Property Registration Certificate] #42719749218. REFERENCE RECORD:** There is a record in this Office of Presidente Figueiredo/AM, on page 153 of Book #2-L, real estate registration #2,633. **PURCHASE METHOD:** Property purchased in accordance with the Public Deed of Sale drawn up in the records of the judicial district of Itapiranga/AM, on page 022 of Book #001, on February 20, 2006. Grantor stated to me that the abovementioned property is free and clear of any debts and real liens, including mortgages — including of statutory nature —, taxes and fees, annual rent, and possessory actions, and that he accepted to sell it to Grantee, as he has actually sold, without any restrictions whatsoever, by means of this Deed and in strict compliance with the law, for the agreed value of **BRL 150,000.00 (ONE HUNDRED FIFTY THOUSAND REAIS)**, paid in Brazilian currency, counted and found to be correct, thus granting full, general, and irrevocable release to Grantee in relation thereto and thereby transferring to Grantee, as a result of this Deed and of the CONSTITUTUM POSSESSORIUM clause, any ownership, possession, enjoyment, and freedom to act to which he was entitled in connection with said property, undertaking, by himself and his heirs or successors, to make this transaction good, sound, and valuable at all times, and to be liable for ouster of entitlement, holding Grantee harmless from any doubts or objections that may arise in the future. Grantor further stated, under penalty of civil and criminal liability, that there are no possessory actions, claim actions, or real liens affecting the property. **ACCEPTANCE:** Grantee stated to me that he accepts all the terms of this Deed, for all legal purposes. I certify that it could be verified from the margins of the real estate registrations referred to herein, that there are no REAL LIENS or ENCUMBRANCES RESULTING FROM POSSESSORY ACTIONS AND CLAIM ACTIONS as of 10/27/2021; Rural Property Federal Tax and Liability Clearance Certificate bearing control code #3651.3381.4A9C.318D, valid through 04/17/2022. **CERTIFICATES:** The following certificates were produced by Grantor: **A) Labor Liability Clearance Certificate #22797872/2021**, issued by the Judicial Branch of the Labor Court on 07/26/2021 at 05:28:41 P.M., valid through 01/21/2022, the validity of which has been checked by this Office through the Internet, on this date, at <http://www.tst.jus.br>, there being no restrictions whatsoever, a copy of which has been duly filed in this Office. **B) Joint Federal Tax and Liability Certificate**, issued by the Brazilian Internal Revenue Service, of this city, under #2187.7E72.378F.6320, issued on 04/27/2021 at 02:08:27 P.M. <Brasilia Date and Time>, the validity of which has been checked by this Office through the Internet, on this date, at <http://www.receita.fazenda.gov.br>, there being no restrictions whatsoever, copies of which have been duly filed in this Office. **C) Municipal Liability Clearance Certificate**, issued by the Presidente Figueiredo City Hall, under #B8F2FAFF020A38D3, valid through 09/25/2021; **D) Certificate of Absence of Unpaid Obligations #000146**, dated 07/26/2021, issued by this Office, the validity of which has been checked by this Office through the Internet, on this date, at <http://www.protestarelegal.com.br>, a copy of which has been duly filed in this Office. **Waived Certificates:** Thereafter, Grantor stated to me that he accepts the terms of this Deed as set out herein, and that he expressly waives the production of any other tax certificates and legal actions referred to in article I, § 2, of Law 7,433, dated December 18, 1985, regulated by Decree #93,240, dated September 9, 1986. **TAX DATA:** The property has a market value of **BRL 150,000.00 (ONE HUNDRED FIFTY THOUSAND REAIS)**, according to the Tax Collection Department of this city. **TRANSFER TAX:** ITBI [Property Transfer Tax] FORM #491 - ITBI FORM in the amount of BRL 3,000.00 (three thousand reais) duly collected for the public coffers of the city on 09/16/2021, which form has been duly filed in this Office. **DOI:** DOI [Declaration of Real Estate Operations] issued, as per Normative Instruction #1,112, dated 12/28/2010 (DOU [Brazilian Official Gazette] of 12/30/2010), of the Brazilian Internal Revenue Service. I further certify that, on the date and at the time this Deed was drawn up, a search was made on the website of the National Center of Frozen Assets, as established by Provision #39, dated July 25, 2014, of the CNJ [National Board of Justice], and the following CNTB Hash Code was generated: **MÁRIO FERREIRA FALCÃO: 40b0.c582.fafe.15f0.bbed.03dd.e742.528a.93f5.e203**, which returned the status “Cleared.” No witnesses were required, as per Provision #07/81, dated 05/15/81, of the Amazonas State Judicial Administrative Department. **THUS IT WAS SAID**, which I attest. I was asked to draw up this Deed, which, after read out loud and found all to be in order, was accepted and signed by the parties hereto. In witness whereof, I, **DAANK CAVALCANTE DE SOUZA, AUTHORIZED CLERK**, had it typed, checked and corrected it, and hereunto set my hand. Transcribed from the original for the first time on the aforementioned date.



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Presidente Figueiredo, Amazonas, October 28, 2021.

[Signed]

MÁRIO FERREIRA FALCÃO

Grantor

Digitally signed by:
SANZIO COELHO MACIEL

Certificate issued by:
EXTRAJUDICIAL REGISTRY OF THE JUDICIAL DISTRICT OF PRESIDENTE FIGUEIREDO/AM
PRESIDENTE FIGUEIREDO/AM
Date: 10/28/2021 11:58:47 A.M. -03:00
[Logo of the Association of Notaries Public of Brazil]

**FLORESTA TOKEN CONSERVAÇÃO DE FLORESTA NATIVA
DO BIOMA AMAZONICO SPE LTDA**

Managing Partner: **SANZIO COELHO MACIEL**

Grantee

Digitally signed by:
DAANK CAVALCANTE DE SOUZA
CPF: 949.062.032-72
Certificate issued by:
EXTRAJUDICIAL REGISTRY OF THE JUDICIAL DISTRICT OF PRESIDENTE FIGUEIREDO/AM
PRESIDENTE FIGUEIREDO/AM
Date: 10/28/2021 11:02:36 A.M. -04:00
[Logo of the Association of Notaries Public of Brazil]

**DAANK CAVALCANTE DE SOUZA
AUTHORIZED CLERK**

TJAM [AMAZONAS STATE COURT OF JUSTICE] ELECTRONIC STAMP - STAMP #ESCPUB0045569P0XCNTWUIS8CM62; Act Value: BRL 1,394.79; Party(ies): MÁRIO FERREIRA FALCÃO and FLORESTA TOKEN CONSERVAÇÃO DE FLORESTA NATIVA DO BIOMA AMAZONI; Date: 10/28/2021. Stamp authenticity check at <https://cidadao.portalseloam.com.br/> or through the QR Code below:

[QR Code]

Av. Acariquara, 47 - District: Centro - CEP: 69.735-000 - Phone: (92) 3324-1470 - Email: cartorioextrapf@hotmail.com

[There appears, on the top right-hand corner of the document, a stamp of the Notary and Public Registry Office of the judicial district of Presidente Figueiredo, in the state of Amazonas.]

[Logo]

SIGNATURE PAGE

[QR Code]

Validation Code: 9NFHU-9EUNN-MDBGZ-H9UDY

Electronic Notary Registration: 004556.2021.10.28.00000006-02

This document was signed by the signatories and on the dates below (Brasília Time Zone):

- ✓ SANZIO COELHO MACIEL (██████████) - 10/28/2021 11:58 A.M.
- ✓ DAANK CAVALCANTE DE SOUZA (CPF #949.062.032-72) - 10/28/2021 12:02 P.M.

Please check the authenticity of the signatures at <https://assinatura.e-notariado.org.br/validate> by entering the validation code, or click the link below:

<https://assinatura.e-notariado.org.br/validate/9NFHU-9EUNN-MDBGZ-H9UDY>

.....
IN WITNESS WHEREOF, I SET MY HAND AND SEAL THIS THIRD DAY OF NOVEMBER
OF TWO THOUSAND TWENTY-ONE, IN THE CITY OF SÃO PAULO, STATE OF SÃO
PAULO, FEDERATIVE REPUBLIC OF BRAZIL.

Translator's Fee: R\$820,00

Date: 03.11.2021

Elias Guttman
Certified Public Translator
Commercial Registry Jucesp No. 850