

MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (MoU) is entered into on April 04, 2024, by and between:

MBOMBO INVESTMENT GROUP, represented by Dr. **LOUISON MBOMBO BITILO**, Chief Executive Officer, Avenue Bon Accueil 02, Socimat, Gombe-Kinshasa, Democratic Republic of Congo, hereinafter referred to as "Mbombo Investment Group";

AND

BLUEGRACE ENERGY BOLIVIA SRL (Limited Liability Company) with Tax Identification Number – NIT No. 424660027, Commercial Registry – SEPREC No. 424660027, with legal address at Cuarto Anillo Esq. Avenida San Martín, Equipetrol Torre 2, Floor 9, Building Block 40, of the city of Santa Cruz de la Sierra - Plurinational State of Bolivia, legally represented by Messrs.: **JULIO JOSÉ MONTENEGRO**, as CEO - FOUNDER, with Passport No. A04704775 USA, address MIAMI - USA, Telephone: +1(305)972-6173; Email: jmontenegro@bluegracebolivia.com and **NELSON OSMAR PINEDA MARTÍNEZ**, as FOUNDER - LEGAL REPRESENTATIVE, with Identity Card 4756913, Passport No. FE42769 BOL, address SANTA CRUZ - BOLIVIA, Telephone: +591 71472257; Email: nelopineda@bluegracebolivia.com; website: <https://bluegracebolivia.com/> ;

AND

JOAO RICARDO MIRANDA, Director Brazil, fourth ring, Esq. Av San Martín, Equipetrol Tower 2, Floor 9, Building "Manzana 40" Santa Cruz de la Sierra, Bolivia, hereinafter referred to as "Joao Ricardo Miranda".

WHEREAS, Mbombo Investment Group, Bluegrace Energy Bolivia SRL, and Joao Ricardo Miranda collectively desire to collaborate on projects aimed at environmental conservation, community development, infrastructure improvement, and economic empowerment.

WHEREAS the parties recognize the importance of preserving forests, supporting local communities, constructing houses and schools, establishing emergency and bomber stations to combat fires, and exploring local fruits for exportation.

WHEREAS the parties acknowledge the significance of sustainable development and environmental protection in their operations.

NOW, THEREFORE, it is agreed as follows:

1. **Partnership Scope:** The parties agree to collaborate on projects undertaken by Bluegrace Energy Bolivia SRL in Bolivia, with a focus on preserving forests, supporting local communities, building houses and schools, hospitals establishing emergency and bomber stations for firefighting, and exploring local fruits for exportation.
2. **Acquisition of Land:** Mbombo Investment Group agrees to facilitate the acquisition of **80 million hectares of land in the Democratic Republic of Congo** for the purposes of sustainable development and environmental conservation projects undertaken by **Bluegrace Energy Bolivia SRL**.
3. **Responsibilities:** Each party shall be responsible for their respective roles and obligations as outlined in any subsequent agreements or project plans. Mbombo Investment Group shall provide necessary support and assistance to ensure the successful implementation of projects in the Democratic Republic of Congo. Bluegrace Energy Bolivia SRL shall oversee and execute projects in Bolivia in accordance with the agreed-upon objectives.
4. **Consultation and Collaboration:** The parties shall consult and collaborate closely to ensure alignment of objectives, effective communication, and mutual cooperation throughout the duration of the partnership.
5. **Term:** This MoU shall come into effect upon signature by all parties and shall remain in force for a period of 5 years.
6. **Amendments:** Any amendments or modifications to this MoU shall be made in writing and duly signed by all parties.



IN WITNESS WHEREOF, the undersigned parties hereby execute this Memorandum of Understanding as of the date first above written.

For Mbombo Investment Group:



Dr. Louison Mbombo Bitilo
Chief Executive Officer

For Bluegrace Energy Bolivia SRL:

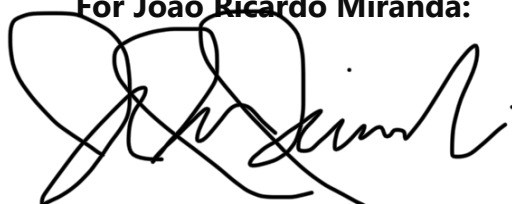


Julio José Montenegro
Founder, CEO



Nelson Pineda Martínez
Founder - Legal Representative

For Joao Ricardo Miranda:



Joao Ricardo Miranda
Director Brazil

