

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

Africa Growth Corporation,)	
)	
Plaintiff,)	
)	
v.)	Case No: 17-cv-2469
)	
Republic of Angola, <i>et al.</i> ,)	
)	
Defendants.)	
)	

**DECLARATION OF SERGIO PEREIRA DE LIMA ESTEVAO IN SUPPORT OF
PLAINTIFF’S MOTION FOR A DEFAULT JUDGMENT AGAINST DEFENDANTS**

Under penalties of perjury, pursuant to 28 U.S.C. § 1746, and being duly authorized, I, SERGIO PEREIRA DE LIMA ESTEVAO, declare as follows:

1. I am a citizen and resident of the Republic of Angola. Since March 2015, I have been employed and continue to be employed within senior management of Africa Growth Corporation’s (“AFGC”) wholly-owned Angolan-based subsidiaries, including Illico Lda. (“Illico”), AGPV Lda (“AGPV”) and Maximilio Lda (“Maximilio”) (collectively, the “AFGC Angolan Subsidiaries”).
2. In January 2015, AFGC, through its wholly owned, Angolan-based subsidiaries, acquired two residential real estate properties, consisting of three buildings (named “Isha 1”, “Isha 2” and “Pina”) that were divided into 64 apartments and 7 offices, in Luanda, Angola.
3. Following the acquisition of Isha 1, Isha 2 and Pina, AFGC began the construction of a fourth building (named “Isha 2.5”), which contained another 40 apartments. Isha 1, Isha 2, Isha 2.5 and Pina are collectively referred to hereinafter as the “AFGC Assets.”

4. The AFGC Assets were acquired with the advice and assistance of Angolan legal counsel (“Angolan Legal Counsel”) and, as subsequently represented to me by Angolan Legal Counsel, in full compliance with Angolan law.

5. Full legal title to the AFGC Assets passed to AFGC, through the wholly-owned AFGC Angolan Subsidiaries, and was duly registered with the *Conservatoria do Registo Predial* (the official Angolan Real Estate Registry).

6. From January 2015 onward, the AFGC Angolan Subsidiaries succeeded in developing and improving the AFGC Assets and renting apartment units and offices to Angolan residents and the employees of foreign companies and foreign diplomats residing and working in Luanda, Angola. All rental incomes were deposited into AFGC’s Angolan Subsidiaries’ local bank accounts.

7. Defendants Angolan General Antonio Francisco Andrade (“General Antonio Andrade”), Angolan Army Captain Miguel Kenehele Andrade (“Captain Miguel Andrade”), and Angolan State Prosecutor Natasha Sulaia e Santos Andrade Santos (“Angolan State Prosecutor Natasha Santos”), (collectively referred to herein as the “Angolan Government Agents”), as well as defendants General Francisco Higino Lopes Carneiro, in his official capacity as Governor of the Province of Luanda, Angola (“General Carneiro”); Angolan General Joao Maria de Sousa, in his official capacity as Attorney General of the Republic of Angola (“General de Sousa”) and the Republic of Angola (“Angola”) (all collectively referred to in the Complaint as “Defendants”), all have no lawful title to, legal ownership interest in or lawful corporate position in AFGC, any of its Angolan-based subsidiaries, or the AFGC Assets.

8. On or about October 26, 2016, the Angolan Government Agents fraudulently prepared and had forged Powers of Attorney, which purported to appoint one of their colleagues, Fumwathu Gahuma Guilherme, as the shareholder representative of two of Illico’s parent companies, AGPV

and Maximilio. A translated true and correct copy of these fraudulent Powers of Attorney is attached hereto as Exhibit A.

9. These documents falsely purported to be signed by me, the actual and lawful shareholder representative of AGPV and Maximilio at that time.

10. I unequivocally declare that the signatures on these Powers of Attorney, dated October 26, 2016, that purport to be my signatures in fact are not my signatures. At no time did I ever sign these Powers of Attorney.

11. As these documents demonstrate, the Angolan Government Agents used these forged Powers of Attorney to unlawfully and improperly dismiss me then as the current and lawful director and Gerente (General Manager) of Illico, and in turn, unlawfully appoint General Antonio Andrade as the director and Gerente of Illico, with signature authority over the Illico bank accounts.

12. I only became aware of this corporate fraud later, because the documents were not properly recorded and documented as required in the official corporate registry of Angola, which is administered by the Angolan Guichet Unico de Empresa (“GUE”), a division of the Angolan Ministry of Justice.

13. The unlawful appointment of General Antonio Andrade as the director and Gerente of Illico appears to have been concealed to facilitate and enable the fraud and theft of the AFGC Assets.

14. I learned of this fraudulent activity only on or around June 2017 when I, as Illico’s lawful representative, was subsequently blocked from making bank transfers to and from the Illico accounts.

15. Once fraudulently inserting himself as an Illico director, General Antonio Andrade, using his official title and power, unlawfully assumed control over the Illico bank account. Upon further

inquiry, I then learned that General Antonio Andrade had illicitly transferred money from Illico bank accounts (including, but not limited to, accounts held in Banco de Fomento Angola, one of the largest Angolan private banks) by instructing and authorizing payments be made to his privately-owned companies, among them Vitagest Lda.

16. During this time, on or around June 2017, General Antonio Andrade also used forged documents and stole from AFGC by fraudulently withdrawing money from the Illico bank accounts for his personal use. In addition, the Angolan Government Agents stole a sizable building generator and equipment from the AFGC Assets valued in excess of \$250,000.00.

17. Beginning on or around June 2017, one or more of the Angolan Government Agents used fraud and the threat of force to unlawfully seize local AFGC management and falsely represent themselves to tenants and others as the lawful owners and managers of the AFGC Assets.

18. Beginning on or around June 2017, the Angolan Government Agents were demanding that the tenants at the AFGC Assets cease all communications with AFGC, renege on their current lease obligations, and direct all future rental payments to a corporate account established by the Angolan Government Agents.

19. Beginning on or around November 2017, the Angolan Government Agents continued in their pattern of harassment and intimidation of AFGC's tenants. Specifically, the Angolan Government Agents threatened to cut the water and electrical supply—and then did, in fact, cut the water and electrical power supply—to those apartments in which the tenants refuse to renege on their lease obligations to AFGC and redirect their rental payments to bank accounts controlled by the Angolan Government Agents.

20. For example, on or about November 7 and 8, 2017, at least one tenant had the water supply to his apartment cut off and only restored after he agreed to enter into a new rental contract with a

company established for and on behalf of the Angolan Government Agents. That tenant also was forced to agree to have his future rental payments directed to the fraudulent corporate bank account controlled by the Angolan Government Agents.

21. Other tenants of the AFGC Assets who have chosen not to submit to the pattern of harassment and intimidation by the Angolan Government Agents have informed me that they are vacating their properties and will cease all rental payments once they have done so. Some tenants already have vacated the properties, which has resulted in a loss of past, present and future rental income to AFGC.

22. After a hearing before the Angolan Provincial Court that was conducted on behalf of AFGC and the AFGC Angolan Subsidiaries by their legal counsel, Dr. Armindo Sa Silva, the Angolan Provincial Court issued a written verdict and opinion in favor of AFGC, dated November 23, 2017 (November 23 Court Order”).

23. Unable to enforce the November 23 Court Order, Dr. Armindo Sa Silva reapplied to the Angolan Provincial Court for an amended order that would empower the Angolan police to return and compel those Angolan Government Agents present to vacate the AFGC Assets.

24. On December 19, 2017, Dr. Armindo Sa Silva, on behalf of AFGC, received an amended verdict and decision of the Angolan Provincial Court (“December 19 Court Order”) that reaffirmed the unlawful and violent nature of the Angolan Government Agents’ conduct and compelled the Angolan police to return to the AFGC Assets to evict those Angolan Government Agents who were in unlawful possession and control.

25. On or about January 31, 2018, I again accompanied Dr. Armindo Sa Silva, and we returned to the AFGC Assets together with the Angolan police to enforce the December 19 Order. Although the police succeeded in temporarily removing those Angolan Government Agents present at the

Properties, as soon as the police departed, most of the Angolan Government Agents returned to the Properties.

I declare and have executed this Declaration under penalty of perjury under the laws of the United States of America, 28 U.S.C. § 1746, this 05 day of March 2018, that the foregoing is true and correct.


SERGIO PEREIRA DE LIMA ESTEVAO

EXHIBIT A

Certification of Accuracy

Re: Letter to the Members of the Company Illico, dated November 14, 2016; Power of Attorney (AGPV, LDA), dated October 26, 2016; Power of Attorney (Maximilio, LDA), dated October 26, 2016; and Individual Minutes, dated October 26, 2016.

I, Elizabeth M. Herron-Sweet, hereby attest that I am a translator certified by the American Translators Association for Portuguese into English, that I have translated the attached document, and that to the best of my knowledge, ability, and belief this translation is a true, accurate, and complete translation of the original Portuguese document that was provided to me.



Verify at www.atanet.org/verify



Elizabeth M. Herron-Sweet, CT

March 1, 2018

Certification credentials may be verified online at www.atanet.org/verify.

To the
Members of the Company ILLICO, Lda

Registered Letter No. 1
Luanda, November 14, 2016

SUBJECT: Resignation from the management of the company “ILLICO- COMÉRCIO E PRESTAÇÃO DE SERVIÇOS, Lda”

Miguel Kenekete de Sousa Andrade, bearer of Identity Card No. 000721863HA035, as manager of the Company indicated above, hereby notifies you, under article 291, No. 1, of the Business Companies Law, of his resignation from the position of manager of the Company.

Furthermore, he requests that you arrange for registration of the resignation hereby notified with the applicable Commercial Registry.

With my best regards,

Sincerely,

[signature]

[stamp: ILLICO, LDA
Comércio e Serviços
corporate taxpayer number (NIF) 5417247278]
[handwritten: Received / signature]

[GUICHÉ ÚNICO DA EMPRESA (GUE)
NOTARY OFFICE
LUANDA
STAMP PAID]

POWER OF ATTORNEY

Sérgio Pereira de Lima Estevão, marital status: single, legal status: of age, born in Luanda, normally residing in Luanda, Urban District of Maianga, Neighborhood Alvalade, at the address Rua Ramalho Ortigão No. 7, bearer of Identity Card No. 000209295LA037, issued by the National Identification Management on March 2, 2012, who, as manager of the Company **AGPV, LDA.**, with head offices in Luanda, District of Ingombota, Neighborhood Maculusso, at the address Rua Joaquim Kapango, Building No. 37, 3rd Floor D, corporate taxpayer number (NIF) 541719546, hereby appoints Mr. Fumwathu Gahuma Guilherme as his attorney-in-fact, to whom special powers are granted to represent him at the shareholders' meeting of the company Illico - Comercio e Prestação de Serviços, Lda, at which the issue of removal of the current manager and appointment of the new manager of the company shall be discussed, and at which the attorney-in-fact hereby appointed may vote on everything to be resolved on at such meeting.

Luanda, October 26, 2016

Sérgio Pereira de Lima Estevão

[signature]

[stamp: I recognize the signature [illegible handwriting] of [handwritten: Sérgio Pereira de Lima Estevão] compared to the signature found on his I.D. number [illegible handwriting – number] on [illegible handwriting – date]. File [illegible handwriting] that was shown to me and through which I also verified the identity of the signatory who was present at the GUE Notary Office of Luanda on [illegible handwriting – date].
ASSISTANT
[signature]
Account Number [illegible handwriting – number]]

[GUICHÉ ÚNICO DA EMPRESA (GUE)
NOTARY OFFICE
LUANDA
STAMP PAID]

POWER OF ATTORNEY

Sérgio Pereira de Lima Estevão, marital status: single, legal status: of age, born in Luanda, normally residing in Luanda, Urban District of Maianga, Neighborhood Alvalade, at the address Rua Ramalho Ortigão No. 7, bearer of Identity Card No. 000209295LA037, issued by the National Identification Management on March 2, 2012, who, as manager of the Company **Maximilio, LDA.**, with head offices in Luanda, District of Ingombota, Neighborhood Ilha do Cabo, at the address Rua Murtala Mohamed, No. 6, corporate taxpayer number (NIF) 5417221694, hereby appoints Mr. Fumwathu Gahuma Guilherme as his attorney-in-fact, to whom special powers are granted to represent him at the shareholders' meeting of the company Illico - Comercio e Prestação de Serviços, Lda, at which the issue of removal of the current manager and appointment of the new manager of the company shall be discussed, and at which the attorney-in-fact hereby appointed may vote on everything to be resolved on at such meeting.

Luanda, October 26, 2016

Sérgio Pereira de Lima Estevão

[signature]

[stamp: I recognize the signature [illegible handwriting] of [handwritten: Sérgio Pereira de Lima Estevão] compared to the signature found on his I.D. number [illegible handwriting – number] on [illegible handwriting – date]. File [illegible handwriting] that was shown to me and through which I also verified the identity of the signatory who was present at the GUE Notary Office of Luanda on [illegible handwriting – date].
ASSISTANT
[signature]
Account Number [illegible handwriting – number]]

[*GUICHÉ ÚNICO DA EMPRESA* (GUE)
NOTARY OFFICE
LUANDA
STAMP PAID]

Individual Minutes

On October 26, 2016, at 9:00 a.m., a Shareholders' Meeting of the Limited Liability Company named **ILLICO COMÉRCIO E PRESTAÇÃO DE SERVIÇOS LDA**, registered under number 3311-13 with the Luanda Commercial Register, second section of the Angolan *Guiché Único*, taxpayer No. 5417247278, with a capital stock of one hundred thousand *kwanzas*, was held at its head offices in the Urban District of Ingombota, Neighborhood Ilha, at the address Rua Murtala Mohamed, house without a number.

The Shareholders' Meeting was attended by Mr. Fumwathu Gahuma Guilherme, representing the members AGPV, Lda and Maximílio, Lda, holders of shares with a par value of ninety thousand *kwanzas* (Akz 90,000.00) and ten thousand *kwanzas* (Akz 10,000.00), respectively.

Considering that the entire capital stock, fully paid-in, was represented at the meeting, the members expressed their intention to hold the meeting waiving prior formalities, as provided for by article fifty-seven of the Business Companies Law, in order to validly resolve on the following items of the agenda:

ITEM ONE: To resolve on the Removal of the current Manager of the Company;

ITEM TWO: To resolve on the appointment of the new Manager of the Company;

The discussion of Item One of the agenda started immediately and, after proper clarifications were provided, the removal of the current Manager of the company was approved.

Next, Item Two of the agenda was discussed, and as a result of removal of the company's manager, the Shareholders' Meeting unanimously resolved to appoint **Mr. ANTÓNIO FRANCISCO DE ANDRADE**, marital status: married under the universal community property regime to Virtude de Sousa E Santos de Andrade, normally residing in Luanda, in the City of Ilha do Cabo, Sector Salga, house No. 54, Zone 1, as the new manager of the company.

There being no further business to be discussed, the meeting was adjourned and these minutes were drawn up which, after read out loud and approved, will be signed by the attendee.

[*signature*]

[*stamp*: I recognize the signature [*illegible handwriting*] of
[*handwritten*: Fumwathu Gahuma Guilherme]
and I certify that it was signed in my presence and capacity
as being of my personal acquaintance, having powers to do so.
ASSISTANT
Luanda, [*handwritten*: October 28, 2016]
ASSISTANT OF THE GUE NOTARY'S OFFICE
[*signature*]
Account Number [*illegible handwriting – number*]]

Exmos. Senhores

Sócios da Sociedade ILLICO, Lda

Carta Registada nº 1

Luanda, 14 de Novembro de 2016

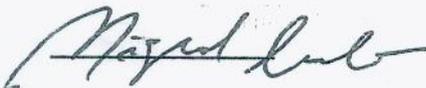
ASSUNTO: Renúncia à gerência da sociedade "ILLICO- COMÉRCIO E PRESTAÇÃO DE SERVIÇOS , Lda"

Miguel Kenekele de Sousa Andrade, portador do Bilhete de Identidade nº 000721863HA035 , na qualidade de gerente da Sociedade acima indicada, vem por este meio comunicar a V. Ex.^a, ao abrigo do disposto no artigo 291º., n.º 1, da Lei das Sociedades Comerciais, a renúncia ao cargo de gerente da Sociedade.

Mais solicita a V. Ex.^a o favor de mandar registar a renúncia agora comunicada na competente Conservatória de Registo Comercial.

Com os meus melhores cumprimentos,

Atentamente,



CARTÓRIO NOTARIAL DO GUE
LUANDA
SÊLO PAGO POR VERBA

PROCURAÇÃO

Sérgio Pereira de Lima Estevão, solteiro, maior, natural de Luanda, residente habitualmente em Luanda, Distrito Urbano da Maianga, Bairro Alvalade, Rua Ramalho Ortigão nº 7, titular do Bilhete de Identidade nº 000209295LA037, emitido pela Direcção Nacional de Identificação a 02 de Março de 2012, que outorga na qualidade de gerente da Sociedade **Maximilio, LDA.**, com sede social em Luanda, Distrito da Ingombota, Bairro Ilha do Cabo, Rua Murtala Mohamed, nº6, com NIF número 5417221694, constitui seu bastante procurador o Sr. Fumwathu Gahuma Guilherme a quem confere os poderes especiais para representar na assembleia geral da sociedade Illico –Comercio e Prestação de Serviços, Lda, em que será debatida a questão da destituição do actual gerente e nomeação do novo gerente da sociedade, podendo votar a favor de tudo que for aí deliberado.

Luanda, 26 de Outubro de 2016

Sérgio Pereira de Lima Estevão

Sérgio Pereira de Lima Estevão

Reconheço a assinatura

Fumwathu Gahuma Guilherme

por confronto com a assinatura posta no seu Bilhete de Identidade nº 000209295LA037 do Arquivo de 02/03/2012 que me foi exibido pelo que verifiquei também a Identidade do signatário que esteve presente Cartório Notarial do GUE de Luanda, aos 10/11/16

Conta N.º

44 / 16 01 25

CARTÓRIO NOTARIAL DO GUE
LUANDA
SÊLO PAGO POR VERBA

Acta Avulsa

Aos 26 de Outubro de 2016, pelas 09 horas, reuniu na sua sede social em Luanda, no distrito Urbano da Ingombota, Bairro Ilha, Rua Murtala Mohamed, casa S/Nº, a Assembleia Geral da Sociedade Comercial por Quotas denominada **ILICO COMÉRCIO E PRESTAÇÃO DE SERVIÇOS LDA**, registada sob o número 3311-13, junto da conservatória do Registo Comercial de Luanda, segunda secção do Guiché Único, contribuinte fiscal nº 5417247278, com o capital social de cem mil kwanzas.

Esteve presente na Assembleia, o Senhor Fumwathu Gahuma Guilherme, em representação das sócias AGPV, Lda e Maximílio, Lda, respectivamente titulares de quotas no valor nominal de Akz 90.000,00(noventa mil kwanzas) e Akz 10.000,00(dez mil kwanzas).

Uma vez representada a totalidade do capital social, o qual se encontra integralmente realizado, foi manifestada a vontade dos sócios em se reunirem sem observância das formalidades prévias, nos termos do artigo cinquenta e sete da Lei das Sociedades Comerciais, para validamente deliberarem sobre os seguintes pontos da ordem de trabalhos:

PONTO UM: Deliberar acerca da Destituição do actual Gerente da Sociedade ;

PONTO DOIS: Deliberar acerca da nomeação do novo Gerente da Sociedade;

Entrando-se de imediato na discussão do Ponto Um da ordem de trabalhos, e prestados os devidos esclarecimentos foi deliberado a destituição do actual Gerente da sociedade.

Passando no Ponto Dois da ordem de trabalhos, e como consequência da destituição do gerente da sociedade, a Assembleia deliberou, por unanimidade, nomear o **Sr. ANTÓNIO FRANCISCO DE ANDRADE**, casado , sob regime de comunhão de bens adquiridos, com Virtude de Sousa E Santos de Andrade, residente habitualmente em Luanda, no Municipio da Ilha do Cabo, Sector Salga, casa nº 54, Zona 1, como novo gerente da sociedade.

Nada mais havendo a tratar, foi encerrada a sessão, dela se lavrando a presente acta que depois de lida em voz alta e aprovada, vai ser assinada pelo presente.

Fumwathu Gahuma Guilherme

Reconheço a assinatura
de Fumwathu Gahuma Guilherme
e certifico que foi feita na minha presença e qualidade em que
intervem por ser do meu conhecimento pessoal, tendo poderes para
o acto.

Luanda 28 de 10 de 2016

O AJUDANTE DO CARTÓRIO NOTARIAL DO GUE

Conta N.º 19/11/11/11/11