EXHIBIT "3"

Havana Docks Corporation's Presentation on Court's Topic 4

Nationality under the International Claims Settlement Act and the LIBERTAD Act

- 22 U.S.C. § 1643a(1): "'[N]ational of the United States' means (A) a natural person who is a citizen of the United States, or (B) a corporation or other legal entity which is organized under the law of the United States … if natural persons who are citizens of the United States own, directly or indirectly, 50 per centum or more of the outstanding capital stock[.]"

- 22 U.S.C. § 6023(15): "United States national" means "(A) any United States citizen; or (B) any other legal entity which is organized under the laws of the United States … and which has its principal place of business in the United States."

What is the interplay?

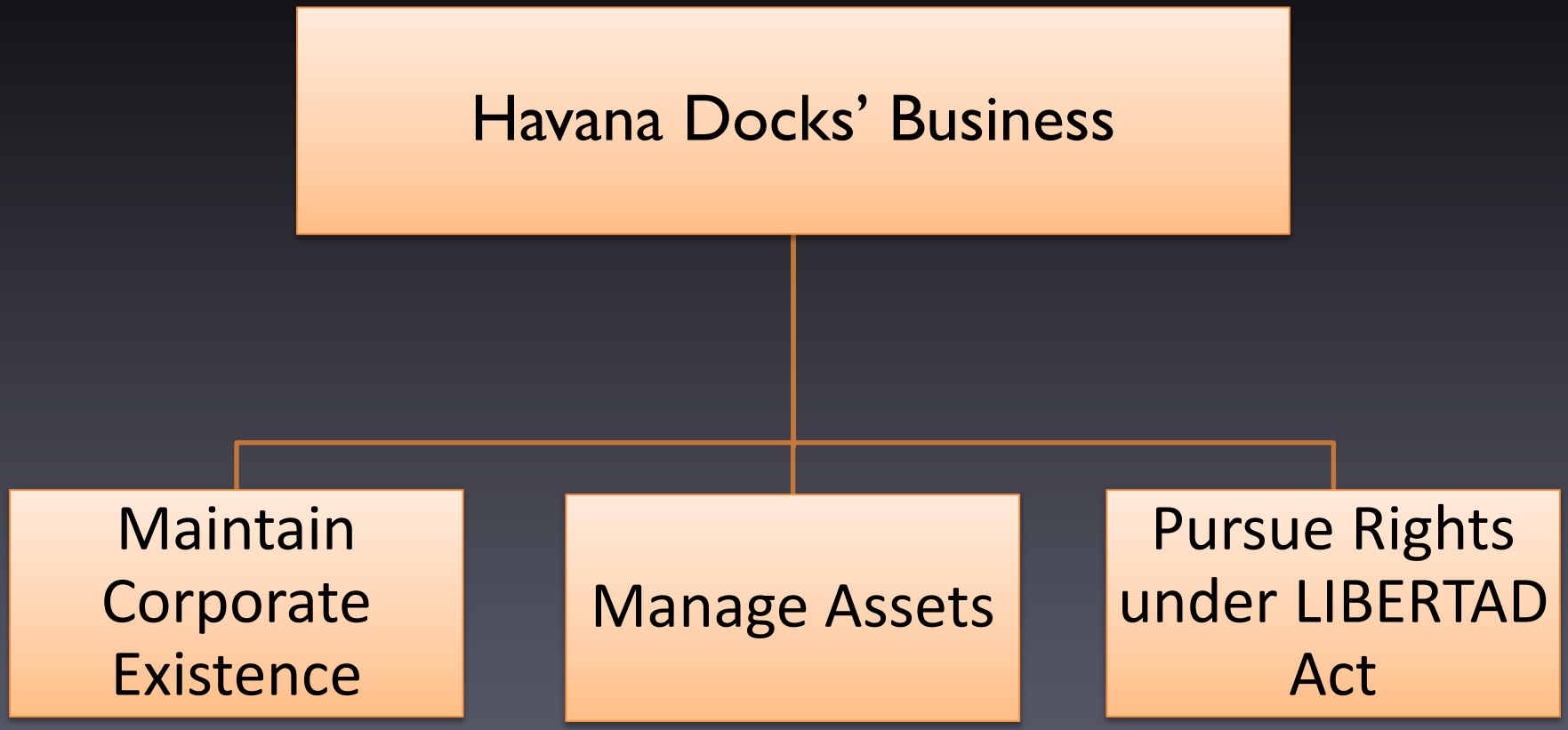
- § 6023(15)'s definition of nationality expands the class of potential claimants.
- Makes it possible for corporations to establish nationality in a Title III action without an inquiry into the citizenship of its individual shareholders.
- But both § 1643a(1) and § 6023(15) serve the same purpose—to identify the country of allegiance of claimants.
- Havana Docks has already established its allegiance under more burdensome requirements of § 1643a(1), requirements it still satisfies to this day. ECF No. 335-2.
- The United States Government continues to espouse Havana Dock's Certified Claim, including the determination that it is a national of the U.S.
- And Havana Docks was—and is—the original claimant.
- Thus, Havana Docks' status as a national of the United States under § 1643a(1) endures, including for purposes of a Title III action. It is a U.S. citizen.

Havana Docks also qualifies as a United States national under § 6023(15)(B)

- Incorporated in Delaware with a principal place of business in Lexington, Kentucky under the "nerve center" test—a test which looks to "the center of overall direction, control, and coordination." *Hertz Corp. v. Friend*, 559 U.S. 77 (2010).

- The relevant factors:
  - Type of business involved
  - Physical address
  - Where bills are sent and payments made
  - Where mail is received.
  - Where documents are maintained
  - Location of executive decisions

Motyl v. Franklin Templeton Cos., LLC, 13-60967-CIV, 2013 WL 12043364 (S.D. Fla. Oct. 7, 2013)



-Defs.' Reply Stmt. of Facts ¶¶ 114, 115 (CCO D.E. 401; MSC D.E. 280; Royal D.E. 200; NCL D.E. 307)

Receipt, review, and payment of bills
Where documents are maintained
Where executive decisions are made
Where mail is received
Physical address

Undisputed facts regarding the direction, control and coordination of Havana Docks' business activities

- Physical Address
  - 215 Southland Drive, Lexington, KY is Havana Docks' corporate address.
    - Defs.' Reply Stmt. of Facts ¶ 113 (CCO D.E. 401; MSC D.E. 280; Royal D.E. 200; NCL D.E. 307)
- Where mail is received, and bills are paid
  - Mail received at (and accountant/tax preparation bills paid by Jerry Johnson from) KY.
    - Defs.' Reply Stmt. of Facts ¶¶ 123, 126 (CCO D.E. 401; MSC D.E. 280; Royal D.E. 200; NCL D.E. 307)
- Where documents are maintained
  - Johnson maintains official corporate records in KY; historical copies maintained by Mickael Behn in Miami residence.
    - Defs.' Reply Stmt. of Facts ¶ 133 (CCO D.E. 401; MSC D.E. 280; Royal D.E. 200; NCL D.E. 307)
- Location of executive decisions
  - Johnson exercises day-to-day decision-making power regarding Havana Docks' marketable securities and has performed the duties necessary to keep the company active. With respect to Title III activities, Johnson has engaged lawyers, lobbyists, and consultants.
    - Defs.' Reply Stmt. of Facts ¶ 117, 118, 139 (CCO D.E. 401; MSC D.E. 280; Royal D.E. 200; NCL D.E. 307)

"In reference to the daily business activities, respectfully, I would say those are handled through me …. I can bind the company on any decision."

-Jerry Johnson MSC Rule 30(b)(6) Dep. at 81:18-20; 82:9-11

"Q: Are there any decisions that Mr. Johnson can make on behalf of Havana Docks Corporation that [don't] require your input?

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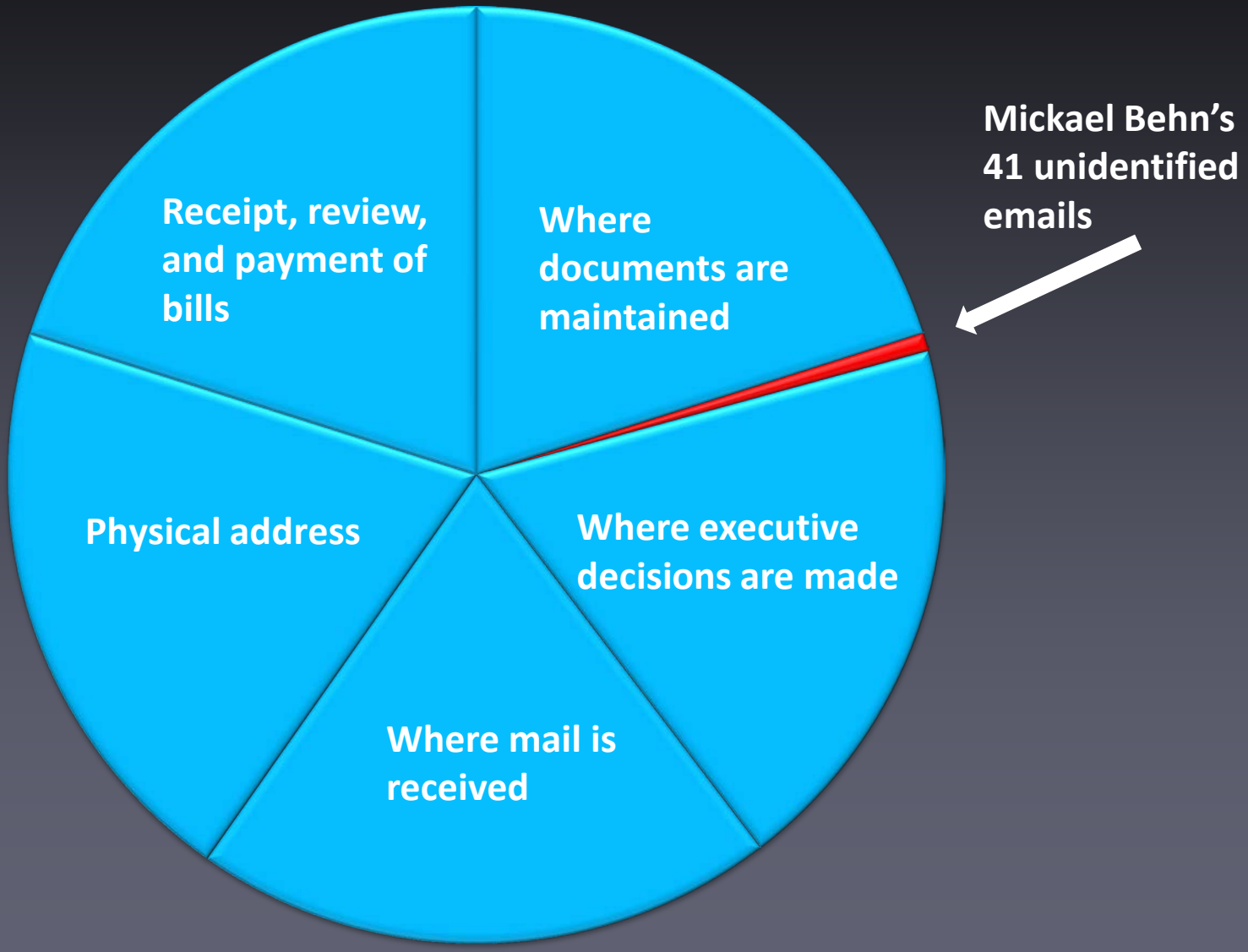
A. I think paying taxes, investments, administration. Pretty much everything I would say."

-Mickael Behn NCL Dep. at 151:9-15

The final analysis: Havana Docks' principal place of business is in the United States