

# F01000003432

DEPARTMENT OF STATE  
ACCOUNT FILING COVER SHEET

Account Number FCA000000017

Reference:  
(Sub Account)

Date:

5/22/01

Requestor Name: Carlton Fields

Address: Post Office Box 190  
Tallahassee, Florida 32302

Telephone: (850) 224-1585

Contact Name: Kim Pullen (261)

Corporation Name:

Assets Management, Inc

Entity Number (if applicable):

Authorization:

Kim Pullen

FILED  
01 JUN 27 PM 2:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 MAY 22 PM 12:07  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

000004287910--6

- Certified Copy (1-9)
- New Filings
- Fictitious Name
- UCC'S
- Plain Stamped Copy
- Amendments
- Certificate of Status
- Annual Report
- Registration

BK

- Call When Ready
- Walk In
- Mail Out
- Call if Problem
- Will Wait
- After 4:30
- Pick Up

CF Internal Use Only  
Client: 44785 Matter: 03011



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 22, 2001

CARLTON FIELDS

TALLAHASSEE, FL

SUBJECT: ASSETS MANAGEMENT, INC.  
Ref. Number: W01000011625

FILED  
01 JUN 27 PM 2:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 JUN 27 AM 11:08  
NOT RETURNED  
TO AGENCY OF FILING  
SUFFICIENCY

We have received your document for ASSETS MANAGEMENT, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 701A00031339

**TRANSMITTAL LETTER**

FILED  
01 JUN 27 PM 2:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** ASSETS MANAGEMENT OF PUERTO RICO, INC.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

KELLY A. CRUZ-BROWN

(Name of Person)

CARLTON FIELDS, P.A.

(Firm/Company)

215 SOUTH MONROE STREET, SUITE 500

(Address)

TALLAHASSEE, FLORIDA 32301-1866

(City/State and Zip code)

For further information concerning this matter, please call:

KELLY A. CRUZ-BROWN

(Name of Person)

at ( 850 ) 224-1585

(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

**RESOLUTION OF BOARD OF DIRECTORS  
OF  
ASSETS MANAGEMENT, INC.**

I HEREBY CERTIFY that the foregoing resolution was adopted by the entire Board of Directors of **ASSETS MANAGEMENT, INC.**, (hereinafter "Corporation") a corporation domiciled in the Commonwealth of Puerto Rico, at a meeting held by its Board of Directors on the 22<sup>nd</sup> day of June, 2001.

**RESOLVED**, that the officers and directors of the Corporation are authorized to execute an application on behalf of the Corporation to register as a foreign corporation in the State of Florida. This registration by the Corporation is necessary for the Corporation's proposed plan to transact business in the State of Florida.

**RESOLVED**, that in order for the Corporation to register as a foreign corporation with the Florida Secretary of State, the Corporation must comply with Chapter 607, Florida Statutes. Pursuant to Section 607.0401, Florida Statutes the corporate name of a foreign corporation "must be distinguishable from the names of all other entities or filings organized, registered, or reserved under the laws of this state which names are on file with the Division of Corporations". Section 607.1506, Florida Statutes, permits a foreign corporation to use an alternative name to transact business in the state if its real name is unavailable and it delivers to the Department of State for filing a copy of the resolution of its board of directors, executed as required by Section 607.120, adopting the alternative name.

**RESOLVED**, that the Corporation has been informed that its corporate name is unavailable. Therefore, the officers and directors of the Corporation are authorized to approve the use and registration of the following alternative name: "Assets Management of Puerto Rico, Inc.", in lieu of the Corporation's corporate name, with the Florida Secretary of State, to transact business in the State of Florida.

**ASSETS MANAGEMENT, INC.**

  
\_\_\_\_\_  
José G. Pedraza  
President

  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
José R. Matos  
Secretary

  
\_\_\_\_\_  
Date

01 JUN 27 PM 2:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

ASSETS MANAGEMENT, INC. doing business in Florida as

1. ASSETS MANAGEMENT OF PUERTO RICO, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of natural person or partnership if not so contained in the name at present.)

2. PUERTO RICO

(State or country under the law of which it is incorporated)

3. 66-0473588

(FEI number, if applicable)

4. OCTOBER 10, 1990

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")

(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 38 NEVAREZ ST. CORNER AMERICO MIRANDA AVE., ANNEX BUILDING  
RIO PIEDRAS, PUERTO RICO 00927-4608

(Principal office address)

CORREO AMERICO MIRANDA 271, Post Office Box 70359, San Juan, PR 00936-0359

(Current mailing address)

8. TO ENGAGE IN LAND DEVELOPMENT AND REAL ESTATE ACTIVITIES

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: KELLY A. CRUZ-BROWN

Office Address: 215 SOUTH MONROE STREET, SUITE 500

TALLAHASSEE, Florida 32301-1866

(City)

(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED  
JUN 27 AM 2:20  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: N/A

Address:

Vice Chairman: N/A

Address:

Director: JOSE G PEDRAZA RIVAS

Address: MAGNOLIA FF-13, BORINQUEN GARDENS, RIO PIEDRAS, P.R. 00926

Director: JOSE R MATOS BERRIOS

Address: CALLE 2, G-5 DOS RIOS, LEVITTOWN, P.R. 00949

B. OFFICERS

President: JOSE G PEDRAZA RIVAS (ACTING)

Address: MAGNOLIA FF-13, BORINQUEN GARDENS, RIO PIEDRAS, P.R. 00926

Vice President: JOSE G PEDRAZA RIVAS

Address: MAGNOLIA FF-13, BORINQUEN GARDENS, RIO PIEDRAS, PR.

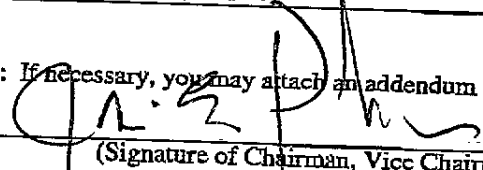
Secretary: JOSE R MATOS BERRIOS

Address: CALLE 2 G-5, DOS RIOS, LEVITTOWN, P.R. 00949

Treasurer: JOSE G. PEDRAZA RIVAS

Address: MAGNOLIA FF-13, BORINQUEN GARDENS, RIO PIEDRAS, P.R. 00926

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JOSE G. PEDRAZA RIVAS -ACTING PRESIDENT

(Typed or printed name and capacity of person signing application)

01 JUN 27 PM 2:28  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**COMMONWEALTH OF PUERTO RICO  
DEPARTAMENTO DE ESTADO  
SAN JUAN, PUERTO RICO**

**FILED**  
**01 JUN 27 PM 2:28**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

I, **GRICEL FALGAS RODRIGUEZ**, Acting Director of the Corporate Registry of the Department of State of the Commonwealth of Puerto Rico,

**CERTIFY:** That **ASSETS MANAGEMENT, INC.**, file number 76,648, is a profit corporation organized under the laws of Puerto Rico on **October 10, 1990 at 8:00 a.m.**

*This certification does not imply that this corporation has filed the annual reports, pursuant to the requirement of Article 15.01 of the General Corporation Act. If you need to know if such reports have been filed, you must request a Certificate of Good Standing.*

**IN WITNESS WHEREOF,**  
the undersigned, by virtue of the authority by law, hereby issue this certificate and affixes the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan today April 18<sup>th</sup> of the year two thousand one



*Gricel Falgás Rodríguez*

**Gricel Falgás Rodríguez**  
Acting Director  
Corporate Registry

20010201333