

FOI0000004192**TRANSMITTAL LETTER**

TO: Registration Section
Division of Corporations

SUBJECT: Alegallola S.A.

(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:

Rogelio Cainzos

(Name of Person)

Gables Professional Realty, Inc.

(Firm/Company)

300 Aragon Avenue, Suite 205

(Address)

Coral Gables, Florida 33134

(City/State and Zip code)

600003943436--4
-08/07/01--01072--003
***1150.00 ***1150.00

600003943436--4
-04/02/01--01102--004
*****70.00 *****70.00

wa1-7608 Dar

For further information concerning this matter, please call:

Rogelio Cainzos

(Name of Person)

at (305) 441-0904

(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

FILED
01 AUG -8 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mt
8/8



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 4, 2001

ROGELIO CAINZOS
300 ARAGON AVE., STE 205
CORAL GABLES, FL 33134

SUBJECT: ALEGALLOLA S.A.
Ref. Number: W01000007608

We have received your document for ALEGALLOLA S.A. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1150.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays

01 AUG 2001
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Document Specialist

Letter Number: 101A00020114

FILED

01 AUG -8 AM 9:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 20, 2001

ROGELIO CAINZOS
300 ARAGON AVE., STE 205
CORAL GABLES, FL 33134

SUBJECT: ALEGALLOLA S.A.
Ref. Number: W01000007608

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for ALEGALLOLA S.A..

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 2000. You were notified by letter dated April 4, 2001, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$1150.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6051.

Gretchen Harvey
Document Specialist Supervisor Letter No. 101A00037431

Enclosure

01 AUG - 9 AM 9:50
SECRET
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 11/1/01 BY 60322

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.

1. Alegallola S.A.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Panama
(State or country under the law of which it is incorporated)
3. 98-0033423
(FEI number, if applicable)
4. May 28, 1975
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 2000
(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. 300 Aragon Avenue, Suite 205, Coral Gables, FL 33134
(Principal office address)
300 Aragon Avenue, Suite 205, Coral Gables, FL 33134
(Current mailing address)
The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.
8. _____
(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: Arazoza & Fernandez-Fraga, P.A.
Office Address: 2100 Salzedo Street, Suite 300
Coral Gables, Florida 33134
(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)

Carlos F. Arazoza
Managing Director

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
01 AUG -8 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Guillermo Paiz
Address: 1a. Avenida 40-70 Zona 11
Monte Maria II Ciudad Guatemala, Guatemala
Vice Chairman: Blanca Rosa Briz de Botran
Address: 4ta Avenida 16-44, Zona 14
Ciudad Guatemala, Guatemala
Director: Jaime Bonifasi
Address: 13 Avenida 5-07, Zona 1
Ciudad Guatemala, Guatemala
Director: _____
Address: _____

B. OFFICERS

President: Guillermo Paiz
Address: 1a. Avenida 40-70, Zona 11
Monte Maria II, Ciudad Guatemala, Guatemala
Vice President: _____
Address: _____
Secretary: Blanca Rosa Briz de Botran
Address: 4ta Avenida 16-44, Zona 14 Ciudad Guatemala, Guatemala
Treasurer: Jaime Bonifasi
Address: 13 Avenida 5-07, Zona 1 Ciudad Guatemala, Guatemala

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

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. Guillermo Paiz President
(Typed or printed name and capacity of person signing application)

FILED
01 JUN -8 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIVE

PAG. 1

CON VISTA A LA SOLICITUD NO. 264835

19/07/2001

C E R T I F I C A

QUE AL TOMO 1130, FOLIO 458, ASIENTO 115810 "C" DE LA SECCIÓN DE PERSONAS MERCANTIL, DESDE EL 10 DE JUNIO DE 1975 CONSTA INSCRITA Y VIGENTE LA SOCIEDAD DENOMINADA ALEGALLOLA, S.A.-----

QUE LOS DIRECTORES/DIGNATARIOS SON:

DIRECTOR/PRESIDENTE	: GUILLERMO PAIZ
DIRECTOR/VICEPRESIDENTE	: JULIO BRIZ
DIRECTOR/TESORERO	: JAIME BONIFASI
DIRECTOR/SECRETARIA	: BLANCA ROSA DE BOTRON

QUE LA REPRESENTACION LEGAL LA EJERCERA:

EL PRESIDENTE PERO EN SU AUSENCIA O INCAPACIDAD PODRA SER REPRESENTADA POR EL VICE PRESIDENTE Y SI HAY MAS DE UNO POR ORDEN DE AUSENCIA Y A FALTA DEL VICEPRESIDENTE, POR EL TESORERO, Y A FALTA DE HACER ELLOS POR EL SECRETARIO, PUDIENDO LA JUNTA DIRECTIVA CONFERIR LA REPRESENTACION A OTRO DIGNATARIO O PERSONA.

QUE SU CAPITAL SOCIAL ES:

EL NUMERO TOTAL DE ACCIONES QUE PUEDEN SER EMITIDAS POR LA SOCIEDAD ES DE QUINIENTAS LOS QUE SERAN SIN VALOR NOMINAL.

QUE SU DURACION ES PERPETUA

EXPEDIDO Y FIRMADO EN LA PROVINCIA DE-PANAMA, -EL-DIECINUEVE-DE-JULIO DE DOS MIL UNO A LAS 01:48:28 PM

NOTA: ESTA CERTIFICACION PAGO DERECHOS
POR UN VALOR DE B/. \$30.00
COMPROBANTE NO. 264835
FECHA: Jueves 19, Julio DE 2001

Oriel Castro Castro
Certificador



AS PER REQUEST NO. 264836

10/19/2001

(THE UNDERSIGNED) HEREBY CERTIFIES

THAT ON VOLUME 1130, PAGE 458, REGISTRY 115810 "C" IN THE MERCANTILE ENTITIES SECTION, THE COMPANY NAMED "ALEGALLOLA, S. A." IS DULY REGISTERED AND LEGALLY FUNCTIONING, AS OF JUNE 10TH 1975.

THAT THE DIRECTORS/DIGNITARIES ARE THE FOLLOWING

DIRECTOR/PRESIDENT	: GUILLERMO PAIZ
DIRECTOR/VICEPRESIDENT	: JULIO BRIZ
DIRECTOR TREASURER	: JAIME BONIFASI
DIRECTOR/SECRETARY	: BLANCA ROSA BOTRON

THAT LEGAL REPRESENTATION SHALL BE EXERCISED BY:

THE PRESIDENT. HOWEVER, IN HIS ABSENCE OR INCAPACITATION, IT MAY BE EXERCISED BY THE VICE-PRESIDENT AND, SHOULD THERE BE MORE THAN ONE (VICE-PRESIDENT), BY ORDER OF SENIORITY. SHOULD THE VICE PRESIDENT (S) BE ABSENT, BY THE TREASURER AND IN HIS ABSENCE BY THE SECRETARY. THE BOARD OF DIRECTORS IS EMPOWERED TO CONFER LEGAL REPRESENTATION TO ANOTHER DIGNITARY OR PERSON.

THAT ITS SOCIAL CAPITAL IS:

THE TOTAL NUMBER OF STOCK CERTIFICATES THAT MAY BE ISSUED BY THE COMPANY IS FIVE HUNDRED, ALL OF WHICH SHALL HAVE NO NOMINAL VALUE AND ITS DURATION IS PERPETUAL

ISSUED AND SIGNED IN THE PROVINCE OF PANAMA ON JULY 19TH, 2001

01:48:28 PM

NOTE: THIS CERTIFICATION PAID DUTIES
IN THE AMOUNT OF B/. 4430.00
RECEIPT NO. 264835
DATED Thursday, July 19th, 2001
Signature (illegible)
Oriel Castro Castro
Certifier

Stamp:
Public Registry of
Panama
Certification Department

01 AUG -8 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

WFC