

F980000002015

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

300002479503--8  
-04/06/98--01033--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Asesorias Internacionales, S.A.  
(Name of corporation)

(English trans:) International consultants, Inc.

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:

Jesus Sanchelima, Esq.  
(Name of Person)  
Sanchelima & Associates, P.A.  
(Firm/Company)  
235 SW Le Jeune, Rd;  
(Address)  
Miami, Florida 33134-1762  
(City, State and Zip Code)

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98 APR - 7 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

Jesus Sanchelima at ( 305 ) 447 - 1617  
(Name of Person) Area Code & Daytime Telephone Number

AL APR - 8 1998

COURIER ADDRESS:  
Qualification/Registration Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:  
Qualification/Registration Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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. Asesorias Internacionales, 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. N/A (FEI number, if applicable)

4. January 11, 1974 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Has not transacted business in Florida (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. Eloy Alfaro 1920 Guayaquil, Ecuador (Current mailing address)

8. Applicant owns trademark used in products sold in Florida by third parties. (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: Sanchelima & Associates, P.A.

Office Address: 235 SW Le Jeune Rd.,

Miami

Florida, 33134-1762 (Zip code)

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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.

[Handwritten signature]

(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.

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2. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

3. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Lic Bernardo O'Higgins

Address: CEDROS 206 Y LA PRIMERA (URDESA)

Guayaquil, Ecuador

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: LUCIA BEJARANO DE HIGGINS

Address: CEDROS 206 Y LA PRIMERA (URDESA)

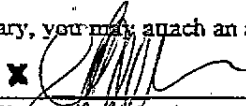
GUAYAQUIL, ECUADOR

Treasurer: ELIANA HIGGINS BEJARANO

Address: CEDROS 206 Y LA PRIMERA (URDESA)

GUAYAQUIL, ECUADOR

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

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

4. LCDO. BERNARDO O'HIGGINS PRESIDENT

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

REPUBLICA DE PANAMA  
DIRECCION GENERAL DEL REGISTRO PUBLICO  
MINISTERIO DE GOBIERNO Y JUSTICIA  
DIRECCION QUE LA SOCIEDAD

ASESORIAS INTERNACIONALES, S.A.  
DE ENCUENTRA REGISTRADA EN EL T.C.M. - 1016 FOLIO - 291 ASIENTO - 114907

DE LA SECCION DE PERSONAS MERCANTILES EN EL CINCO DE FEBRERO DE MIL NOVECIENTOS SETENTA Y CUATRO.

ACTUALIZADA EN LA FICHA - 50432 ROLLO - 3357 IMAGEN - 218

DE LA SECCION DE MICROPELICULAS - MERCANTIL - QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

QUE SUS SUSCRIPTORES SON - RODRIGO GRIMALDO GARCES Y JOSE LUIS ARIAS

QUE SUS DIRECTORES SON - BERNARDO HIGGINS FUENTES Y ELIANE FUENTES DE HIGGINS

QUE SUS SUGERENTES SON - ALBERTO HIGGINS Y JORGE ALBERTO HIGGINS

QUE SUS SUGERENTES SON - BERNARDO HIGGINS FUENTES Y ELIANA HIGGINS BEJARANO

QUE LA REPRESENTACION LEGAL LA EJERCERA - LUCIA DE HIGGINS

QUE SU AGENTE RESIDENTE ES - RODRIGO GRIMALDO GARCES

QUE SU CAPITAL ES DE \$10,000.00 BALBUAS

QUE SU DURACION ES PERPETUA

QUE SU DOMICILIO ES PANAMA

EXPEDIDO Y FIRMADO EN LA CIUDAD DE PANAMA, EL DIECINUEVE DE NOVIEMBRE DE MIL NOVECIENTOS NOVENTA Y SIETE, A LAS 04-30-49.7 P.M.

NOTA - ESTA CERTIFICACION PAGA EL IMPUESTO DE TIMBRE POR UN VALOR DE \$7.14 CO.

COMPROBANTE NO. 12290

FECHA - 19/11/1997

Y. G. Dubaut Ste

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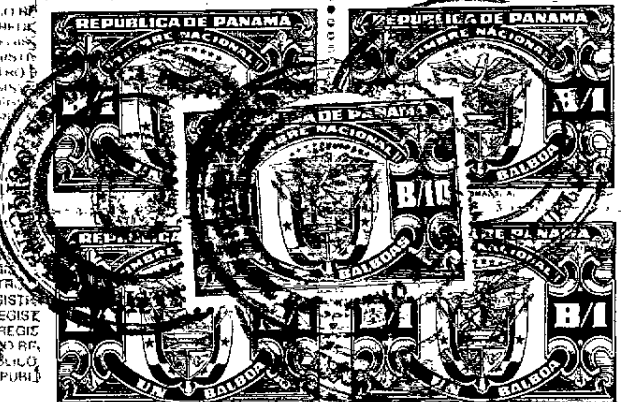
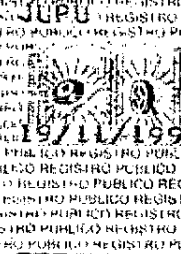
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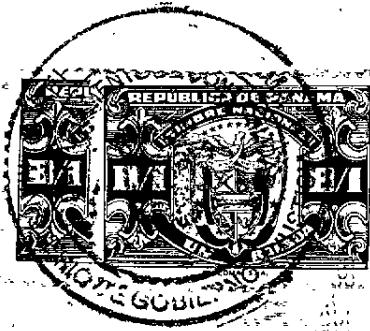
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98 APR 17 2001



APOSTILLE

(Convencion de La Haya du 5 octobre 1961)

1. País El Salvador
  2. El presente documento público ha sido firmado por Miguel Ángel Rodríguez
  3. quien actúa en calidad de testigo
  4. y está revestido del sello/timbre de El Salvador
- CERTIFICADO**
5. en San Salvador
  6. el día 3/11/97
  7. por D. Adm
  8. Bajo el número 30397
  9. Sello/timbre 2
  10. Firma: [Signature]

11/19/1997

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The General Directory of Public Registry as it refers to  
Application No 12290

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Certifies that the business entity known as  
Asesorias Internacionales, S.A. is registered in Volume 1016, Folio  
291, Inscription #114907 of the Mercantile Personal Section since  
February 5, 1974, located in Mercantile Microfilm section, index  
#50432, spool #3357, frame #218

That the business entity is active

That the incorporators are Rodrigo Grinaldo Carles and José Luis  
Arias

That the directors are Bernardo Higgins Fuentes, Eliane Fuentes de  
Higgins and Jorge Alberto Higgins

That the officers are Bernardo Higgins Fuentes, President, Eliane  
Higgins Bejarano, Treasurer and Lucia de Higgins, Secretary.

That the legal representation will be exercised by the President

That the resident agent is Rodrigo Grimaldo Carles

That the business entity's capital is 10,000.00 Balboas.

That the duration is perpetual

That the domicile is Panama

Issued and signed in the City of Panama on November 19, 1997 at  
4:30:49:7 p.m.

Note: The cost for this certification:  
seal tax in the amount of 8.14.00  
receipt no: 12290  
date: 11/19/97

Issued by: Migdalia de Valdivieso

**FILED**


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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Hon. Commissioner of Patents and Trademarks  
Washington, D.C. 20231

Sir:

I hereby certify that I am fluent in English and Spanish, and  
that the attached is a true translation to the best of my knowledge.

By:   
Jay Sanchelima, Esq.

Dated: 4/2/98