

# F99000005956

Secretary of State  
 Corporation Name  
 Address  
 City/State/Zip Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Fiera.Com, Inc  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

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 DEPARTMENT OF STATE  
 DIVISION OF CORPORATIONS  
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- Walk in   
  Pick up time \_\_\_\_\_   
  Certified Copy  
 Mail out   
  Will wait   
  Photocopy   
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials	
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**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.

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1. Fiera.com, Inc.  
(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. Delaware 3. 65-0718272  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 6/28/99 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1770 Bay Road  
Miami Beach, FL 33139  
(Current mailing address)


8. All lawful 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: Victor M. Alvarez  
c/o White & Case LLP  
Office Address: 200 S. Biscayne Blvd., #4900  
Miami, Florida, 33131  
(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.

12. 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: Manuel Montero

Address: 1770 Bay Road  
Miami Beach, FL 33139

Vice Chairman: Roger Charland

Address: 1770 Bay Road  
Miami Beach, FL 33139

Director: Steven C. Jones

Address: 1770 Bay Road  
Miami Beach, FL 33139

Director: Patricio Kreutzberger

Address: 1770 Bay Road  
Miami Beach, FL 33139

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

President: Manuel Montero

Address: 1770 Bay Road  
Miami Beach, FL 33139

Vice President: Richard S. Pirrotta

Address: 1770 Bay Road  
Miami Beach, FL 33139

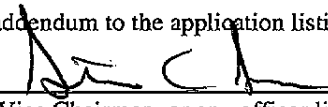
Secretary: Ronald L. Hare

Address: 1770 Bay Road  
Miami Beach, FL 33139

VP/  
Treasurer: Steven C. Jones  
Secretary

Address: 1770 Bay Road  
Miami Beach, FL 33139

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

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

14. Steven C. Jones, Vice President  
(Typed or printed name and capacity of person signing application)

Attachment to Application By Foreign Corporation for Authorization to Transact Business in  
Florida of Fiera.com, Inc.

Vice President

Alberto Cruz

1770 Bay Road  
Miami Beach, FL 33139

Vice President

Alberto Llona

1770 Bay Road  
Miami Beach, FL 33139

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FIERA.COM, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF NOVEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FIERA.COM, INC." WAS INCORPORATED ON THE TWENTY-SECOND DAY OF JUNE, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0074379

DATE: 11-10-99