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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
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FOREIGN PROFIT QUALIFICATION

CEMUSA, INC.

Certificate of Status	0
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01 APR 19 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

In compliance with §607.1503, FLORIDA STATUTES, the following is submitted to Register a FOREIGN CORPORATION TO TRANSACT BUSINESS in the State of Florida:

1. CEMUSA, INC
(Name of Corporation adding the word "INCORPORATED", "COMPANY" OR "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
(State or Country under the law of which is incorporated)
3. APPLIED FOR
(F.E.I. Number, if applicable)
4. 04/10/97
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corporation will cease to exist or "Perpetual")
6. UPON FILING
(Date first transacted business in Florida. (See §607.1501, 607.1502, and §817.153 F.S.))
7. 1221 BRICKELL AVE. MIAMI, FLORIDA 33131 C/O FERNANDO MARGARIT
(Current Mailing Address; please include city, state & zip code)
8. ANY LAWFUL BUSINESS
(Purpose(s) of corporation authorized in home State or Country to be carried out in the State of Florida.)
9. NAME AND STREET ADDRESS OF FLORIDA REGISTERED AGENT:
Name: CORPDIRECT AGENTS
Office Address: 103 N. MERIDIAN ST. LOWER LEVEL 32301
TALLAHASSEE, FLORIDA 32301
(Zip Code)

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10. REGISTERED AGENT'S ACCEPTANCE: Having been named as the 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.

Pam Wolfe

Registered Agent's Signature

Pam Wolfe - It's Agent

Date: April 18, 2001

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

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12. NAME OF DIRECTORS and/or OFFICERS:**A. DIRECTORS:**Director: Antonio LorenteAddress: c/o Fernando Margarit 1221 Brickell Ave. Miami, FL 33131Director: Fernando del CañoAddress: c/o Fernando Margarit 1221 Brickell Ave. Miami, FL 33131Director: Carlos BaronAddress: c/o Fernando Margarit 1221 Brickell Ave. Miami, FL 33131

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS:President: Antonio LorenteAddress: Francisco Sanchez 24 Madrid, Spain 28034

Treasurer: _____

Address: _____

Secretary: _____

Address: _____

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

13.  Date: April 18, 2001
(Signature of Chairman, Vice Chairman, or any Officer listed in #12)14. Fernando del Caño (Vice-Chairman)
(Print or type Name and Title of person signing this application)FILED
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State of Delaware.
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CEMUSA, 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 TWELFTH DAY OF APRIL, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CEMUSA, INC." WAS INCORPORATED ON THE TENTH DAY OF APRIL, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1078109

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DATE: 04-12-01