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Account Number : 110450000714
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FOREIGN PROFIT QUALIFICATION
CORPORACION EUROPEA DE MOBILIARIO URBANO, S.A.

Certificate of Status	0
Certified Copy	1
Page Count	09
Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 19, 2001

CORPORATE & CRIMINAL RESEARCH SERVICES

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SUBJECT: CORPORACION EUROPEA DE MOBILIARIO URBANO, S.A.
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Agnes Lunt
Document Specialist

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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-Corporacion Europea De Mobiliario Urbano S.A.

(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. Spain
(State or Country under the law of which is incorporated)

3. APPLIED FOR
(F.E.I Number, if applicable)

4. 10/26/1992
(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 §817.155 F.S.)

7. Francisco Sanchez 24 Madrid, Spain 28034
(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)

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

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: Francisco Sanchez 24 Madrid, Spain 28034Director: Fernando del CañoAddress: Francisco Sanchez 24 Madrid, Spain 28034Director: Carlos BaronAddress: Francisco Sanchez 24 Madrid, Spain 28034Director: Pedro CuevasAddress: Francisco Sanchez 24 Madrid, Spain 28034

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. Antonio Lorente Date: April 18, 2001
(Signature of Chairman, Vice Chairman, or any Officer listed in #12)14. Antonio Lorente (President)
(Print or type Name and Title of person signing this application)FILED
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STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

AFFIDAVIT OF TRANSLATION

I, the undersigned, being duly sworn, depose and say that I am fluent in the Spanish and English languages and that, to the best of my knowledge, ability and belief, the attached is a true translation into the English language of the original document that was given to me in the Spanish language.


Jeannette Garofalo
S.S. #594-56-9972

STATE
TALLAHASSEE, FLORIDA

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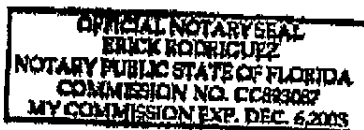
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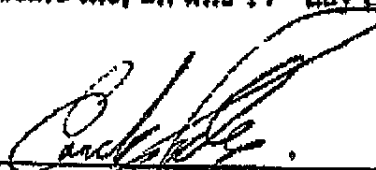
STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

Before me, a Notary Public in and for the State of Florida at large, personally appeared, Jeannette Garofalo, who is personally known to me and who, after being duly sworn, deposes and says that she is fluent in the Spanish and English languages, and that the attached is a true and correct translation into the English language of the attached document in Spanish.

Sworn to and subscribed before me, on this 17th day of April, 2001.




Notary Public, State of Florida at Large
Name: Erick Rodriguez
My Commission expires: 12/6/2003
Commission No. CC893087

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TRANSLATION

3P5060279 ----- (Seal of the Notary Office of RAFAEL VALLEJO ZAPATERO- Plaza
Marques de Salamanca, 10, 28008 Madrid --- Telephone: 576.71.80.)-----

THE UNDERSIGNED, MERCANTILE REGISTRAR OF MADRID-----

CERTIFIES THAT, upon the express request of Manuel Garcia Rios, with identification
document number 50656013, requesting a certification of the corporation "CEMUSA",
containing its legal nature, fiscal identification number, denomination, main office,
corporate purpose, information on current directors, non-existence of registrations
regarding the suspension of payments or bankruptcy, has examined the Archive Books of
this Registry Office in my charge, and the results are as follows:-----

FIRST: That the following is a true and exact photocopy of the registrations 22, 28, 35,
56, 57, 65 and 66 made in connection with the Corporation currently named "CEMUSA-
CORPORACION EUROPEA DE MOBILIARIO URBANO S.A.", formerly
"Corporación Española de Mobiliario Urbano S.A.", appearing at folio 131 and following
of volume 4133, page M-68661:-----

(Seal of the Notary Office of RAFAEL VALLEJO - MADRID) ...-----

3P5060283 (The seal of the Notary Office of RAFAEL VALLEJO - MADRID is
stamped on the left margin of the page)-----

SECOND: AND that there are no subsequent registrations modifying the same page as to
the requested matters, and there is no registration as to the suspension of payments,
bankruptcy, dissolution or liquidation of the Corporation to which the certification refers,
and, therefore, it is in force pursuant to the Registry Office.-----

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TALLAHASSEE, FLORIDA

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IT IS NOTED that, pursuant to Article 378 of the R.R.M. (Mercantile Registry Rules) and Transitory Provision No. 5, the page open to the Corporation to which the certification refers, the Corporation is duly registered.-----

And, in evidence thereof and there being no entry in the daily book pending registration with respect to the matters about which the certification is requested, I issue this document in 9 sheets of sealed paper of this Registry, Nos. 1390676 to 1390684, all of them inclusive, and I sign it in Madrid on January three, two thousand one.-----

THE REGISTRAR ----(Illegible signature)----(Seal of the Notary Office of RAFAEL VALLEJO - Madrid.)--- Appearing in the Daily Book for certifications under entry number 55/2001, Hons. Nos. 1, 21, 23, 24 and 25 Arel. WITHOUT AMOUNT.

ACCORDING TO MINUTES.----- (Illegible text) ----(Illegible signature) January 18, 2001.-----

I, RAFAEL VALLEJO ZAPATERO, Notary of Madrid, Capital of its Honorable Professional Association,-----

I ATTEST: That this testimony is a true and exact reproduction of the obverse of the nine originals that are presented to me and that I return, and that it is issued in five pages of paper exclusively for notarial documents, series 3P, Nos. 5060279, 5060280, 5060281, 5060282 and of this one that I execute, sign, initial and seal, in MADRID, on the nineteenth day of January, two thousand one.-----

(Illegible signature) ---- Notarial Authority to Attest Documents - (Seal of the Notary Office of RAFAEL VALLEJO - MADRID) ----A stamp of the General Council of the Spanish Notary Office - 0020027150-----

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NOTARIA DE
D. RAFAEL VALLEJO ZAPATERO
PLAZA MARQUES DE SALAMANCA, 10
28008 MADRID
TELEFONO: 576.71.83

EL QUE SUSCRIBE REGISTRADOR MERCANTIL DE MADRID

CERTIFICO: QUE a petición expresa de Manuel Garcia Rios, con núm. de DNI 50656013, solicitando certificación de la sociedad "CEMUSA", comprensiva de su naturaleza jurídica, número de identificación fiscal, denominación, sede social, objeto de la actividad, datos de los actuales administradores, no existencia de inscripción relativas a la suspensión de pagos o quiebra: he examinado los Libros del Archivo de este Registro a mi cargo de los cuales resulta:

PRIMERO: Que lo que sigue es fotocopia fiel y exacta de las inscripciones 22, 28, 35, 56, 57, 65 y 66 practicadas en la Sociedad denominada actualmente "CEMUSA-CORPORACION EUROPEA DE MOBILIARIO URBANO SA", antes "Corporación Española de Mobiliario Urbano SA", obrantes al folio 131 vuelto y siguientes del tomo 4133, hoja M-68661:



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NAC. EXCLUSIVO PARA DOCUMENTOS NOTARIALES

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SEGUNDO: Y que en la propia hoja no figuran inscripciones posteriores que la modifiquen en cuanto a los particulares solicitados, no figurando inscrita la suspensión de pagos, quiebra, disolución ni la liquidación de la Sociedad de la que se certifica por lo que sigue vigente según el Registro.

SIENDO DE ADVERTIR, que conforme al artículo 378 del R.R.M. y Disposición Transitoria 5ª, la hoja abierta a la Sociedad de que se certifica, aparece debidamente registrada la Sociedad.

Y para que conste y no existiendo en el libro diario asiento alguno pendiente de inscripción que se refiera a los particulares de los que se solicita certificación, expido la presente que va extendida en 9 hojas de papel timbrado de este Registro núms. 1390676 al 1390684, todas ellas inclusive; y la firmo en Madrid a tres de enero de dos mil uno.

EL REGISTRADOR

Presentada en el Libro Diario de certificaciones con el asiento núm. 55/2001

Hons. Nums. 1, 21, 23, 24 y 25 Arsl. SIN CUANTIA. SEGÚN MINUTA.

Madrid, 11 de Enero de 2001
JUAN PABLO GONZALEZ

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Yo, RAFAEL VALLEJO ZAPATERO, Notario de Madrid, Capital

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de su Ilustre Colegio, -----

POY FE: Que el presente testimonio, es reproducción fiel y exacta del anverso de los nueve originales, que se me exhiben y devuelvo y que queda extendido en cinco folios de papel exclusivo para documentos notariales, serie 3P., números 5060279, 5060280, 5060281, 5060282 y el del presente, que signo, firmo, rubrico y sello, en MADRID, a diecinueve de enero de dos mil uno.



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