

Inter-Office
Communication

Robert F. Milligan
Comptroller of Finance

DATE: August 30, 2001

TO: Karon Beyer, Division of Corporations

FROM: David Devick, Division of Banking *DD*

SUBJECT: Banco Pastor (Proposed New International Agency Office)

Please file the attached "Application by Foreign Corporation for Authorization to Transact Business in Florida" for the above-referenced institution, using today's date, as the effective date.

Please return the certified copy to:

Division of Banking
101 East Gaines Street
Suite 636
Tallahassee, Florida 32399-0350

200004565162--5
-08/31/01--01021--002
*****87.50 *****
\$87.50

Also attached is a \$87.50 check which represents payment of the applicable fees. If there is an underpayment, please contact Ms. Betsy Parenti at (305)577-7000. If there is an overpayment, please issue a refund to the correspondent.

If you have any questions, please call me at 410-9511.

Attachment

/dd

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BANCO PASTOR, 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:

BETSY PARENTI

(Name of Person)

STEEL HECTOR & DAVIS LLP

(Firm/Company)

200 SOUTH BISCAYNE BOULEVARD, SUITE 4100

(Address)

MIAMI FL 33131

(City/State and Zip code)

For further information concerning this matter, please call:

Victoria Marabotto

(Name of Person)

at (305) 577-2861

(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

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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:

1. BANCO PASTOR S.A.
(Name of corporation: 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 it is incorporated)

3. 1925 4. Perpetual
(Date of Incorporation) (Duration)

5. Not available at this time
(Federal Employer Identification number, if applicable)

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. Cantón Pequeño, 1-15003 A Coruña, Spain
(Current mailing address)

8. International Bank Agency of a Foreign Bank
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and/or directors:

A. **Directors:**

Chairman: Mrs. Carmela Arias y Díaz de Rábago

Address: Cantón Pequeño, 1-15003 A Coruña, Spain

Director: Mr. Vicente Arias Mosquera, Executive Vice President

Address: Cantón Pequeño 1-15003 A Coruña, Spain

Director: Mr. José María Arias Mosquera, Executive Vice President

Address: Cantón Pequeño, 1-15003 A Coruña, Spain

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Director: Mr. Joaquín Arias y Díaz de Rábago, Vice President
Address: Cantón Pequeño, 1-15003 A Coruña, Spain

Director: Mr. Ramón Linares Martín de Rosales, Vice President
Address: Cantón Pequeño, 1-15003 A Coruña, Spain

B. Officers:

General Manager: Mr. Alfonso Porras del Corral
Address: Cantón Pequeño, 1-15003 A Coruña, Spain

General Manager: Mr. Jaime Crespo Varela
Address: Cantón Pequeño, 1-15003 A Coruña, Spain

General Manager: Mr. Juan Gutiérrez de Rozas Astigarraga
Address: Cantón Pequeño, 1-15003 A Coruña, Spain

Assistant General Manager: Mr. Fernando Díaz Fernández
Address: Cantón Pequeño, 1-15003 A Coruña, Spain

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(If needed, you may attach an addendum to the application listing additional officers and/or directors)

10. Name and Street address of Florida registered agent:

P-26282

Name: RJVF Corporate Services, Inc.
Office Address: 200 South Biscayne Boulevard, Suite 4100
Miami, Florida 33131-2398

11. 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: _____

12. 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.

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Mr. José María Arias Mosquera, Executive Vice President.

(Name and capacity of person signing application)

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MERCANTILE REGISTER

A CORUÑA

CERTIFICATE NO: 824/2001

MS MARÍA JESÚS TORRES CORTEL, the Mercantile and Moveable
Property Registrar for the province of A Coruña

HEREBY CERTIFIES: That the Company under the name "**BANCO
PASTOR, S.A.**" appears registered in this Mercantile Register in Volume 783
of the Archive, General Section, folio 1 and following, sheet C-159 and is
currently valid.

And as proof thereof and with no entry pending processing in the journal for
this Company, I sign this certificate in A Coruña on 27 July 2001.

Stamped: MERCANTILE REGISTRY OF A CORUÑA

MARÍA JESÚS TORRES CORTEL

Signed [illegible signature]

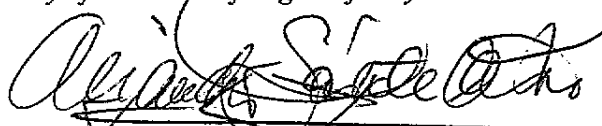
Duty applicable: Deeds without amount

Numbers: 23-24

Fee in Pesetas: 1,000

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*And I confirm this to be a true translation into English of the original instruments written in
the Spanish language, which I have had before me and which I attach hereto in the City of
Pontevedra on this eighth day of the month of August of the year two thousand and one.*



Signed: Alejandro Garate Castro
Sworn Translator

ALEJANDRO GARATE CASTRO
Intérprete Jurado de Inglés
Telf. 986 833 018 - Fax. 986 873 970
Telf Móvil. 666 916 269
C/ Portugal, 12 - 2º B - 36162 PONTEVEDRA

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I, Alejandro Gárate Castro, with Identity Card No. 33320572N, appointed Sworn Translator for the English language by the Spanish Ministerio de Asuntos Exteriores, do hereby certify that an original letter of application and a certificate both belonging to "Banco Pastor, S.A." and written in the Spanish language have been submitted to me for their translation into English, which remains as follows: _____

BANCO PASTOR

Stamped: A CORUÑA MERCANTILE REGISTER
Register entrance no: 5/01/4563
Presentation journal: _____ Entry _____
Date: 27/7/01 Time: 14:00

THE MERCANTILE REGISTRAR OF

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A CORUÑA
TOMAS DE LA CALZADA Y NÚÑEZ DEL CAÑAL, for and on behalf of
BANCO PASTOR, S.A., with registered office in A Coruña, Cantón Pequeño,
Number 1, Fiscal Identity Number A15000128, REQUESTS you:

That the Company has an interest in obtaining a certificate accrediting the registration of BANCO PASTOR, S.A. in your Mercantile Register and the validity thereof.

Based on the above, I hereby ASK you to issue the aforementioned certificate.

A Coruña, 27 July 2001.

Signed



[illegible signature]

ALEJANDRO GARATE CASTRO



REGISTRO MERCANTIL
A CORUÑA

Nº CERTIFICACIÓN: 82 y 12.001

DOÑA MARIA JESUS TORRES CORTEL, Registrador Mercantil y de Bienes Muebles de la provincia de A Coruña.-----

CERTIFICO: Que la Sociedad denominada "BANCO PASTOR, S.A.", figura inscrita en este Registro Mercantil al Tomo 783 del Archivo, Sección General, folio 1 y siguientes, hoja C-519, vigente en la actualidad.

Y para que así conste, y no existiendo en el Libro Diario por lo que hace a dicha Sociedad asiento alguno pendiente de despacho, firmo la presente en A Coruña, a veintisiete de Julio de dos mil uno.-



Aplicación Arancel: Actos sin cuantía.

Números: 23-24

Honorarios Pesetas: 1.000 .-

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ALEJANDRO GARATE CASTRO
Intérprete Jurado de Inglés
Telf. 986 833 018 - Fax. 986 873 970
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Banco Pastor

REGISTRO MERCANTIL DE A CORUÑA	
Registro entrada nº	5601 4563
Órgano presentación	—
Fecha	27/7/01 Hora 19:00

SRA. REGISTRADORA MERCANTIL DE

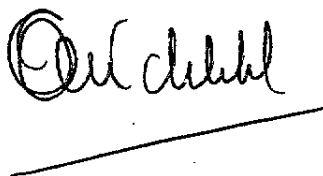
A CORUÑA

TOMAS DE LA CALZADA Y NUÑEZ DEL CAÑAL, en nombre y representación de BANCO PASTOR, S.A., domiciliado en A Coruña, Cantón Pequeño, número 1, con N.I.F. A15000128, ante Vd. SOLICITA:

Que interesa a la Sociedad obtener certificación acreditativa de la inscripción de BANCO PASTOR, S.A. en ese Registro Mercantil y la vigencia de la misma.

Por lo expuesto, SUPLICA a Vd. se sirva expedir a continuación de esta instancia, la mencionada certificación.

A Coruña, a 27 de julio de 2001.



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