

F020000000564

9.

TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Santander Central Hispano Private Advisors Ltd.  
(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:

Mariano Scola, Managing Director

(Name of Person)

400004695444--8

-01/04/02--01050--017

\*\*\*2450 00 \*\*\*2450 00

Santander Central Hispano Private Advisors Ltd.

(Firm/Company)

1401 Brickell Avenue - Suite 1200

(Address)

Miami, Florida 33131

(City/State and Zip code)

400004695444--8

-11/27/01--01066--006

\*\*\*\*\*70.00 \*\*\*\*\*70.00

For further information concerning this matter, please call:

400004695444--8

-11/27/01--01066--007

\*\*\*\*\*17.50 \*\*\*\*\*17.50

Alfonso Baigorri

(Name of Person)

at ( 305 ) 539-2224

(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

FILED  
02 FEB - 1 PM 8:20  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

waol-27220



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 10, 2002

MARIANO SCOLA  
1401 BRICKELL AVE., STE 1200  
MIAMI, FL 33131

SUBJECT: SANTANDER CENTRAL HISPANO PRIVATE ADVISORS LTD.  
Ref. Number: W01000027220

We have received your document for SANTANDER CENTRAL HISPANO PRIVATE ADVISORS LTD. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Michael Mays  
Document Specialist

Letter Number: 902A00001346

FILED  
02 FEB - 1 PM 8:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

November 29, 2001

MARIANO SCOLA  
1401 BRICKELL AVE., STE 1200  
MIAMI, FL 33131

SUBJECT: SANTANDER CENTRAL HISPANO PRIVATE ADVISORS LTD.  
Ref. Number: W01000027220

We have received your document for SANTANDER CENTRAL HISPANO PRIVATE ADVISORS LTD. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that SANTANDER CENTRAL HISPANO PRIVATE ADVISORS LTD. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates January 1, 1998, as the initial date of transacting business in the State of Florida.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$3450.00.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$3450.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began

02 FEB - 1 PM 8:25

FILED

transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Michael Mays  
Document Specialist

Letter Number: 001A00063430

FILED  
02 FEB - 1 PM 8:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## AFFIDAVIT

STATE OF FLORIDA                     )  
  )  
MIAMI - DADE COUNTY                )

Mariano Scola, in his capacity of Director of Santander Central Hispano Private Advisors Ltd., a Delaware Corporation (the "Corporation"), say and affirm the following:

- (i) On November 21 2001 Affiant filed on behalf of the Corporation an Application by Foreign Corporation For Authorization to Transact Business in Florida with the Florida Department of State, Registration Section, Division of Corporations, P.O. Box 6327, Tallahassee Florida 32314.
- (ii) On November 29 2001 Affiant received a letter from the Florida Department of State advising him that the Application by Foreign Corporation For Authorization to Transact Business in Florida has not been filed and was returned based upon information received by the Florida Department of State from the Florida Department of Revenue as to the length of time that the Corporation has transacted business in Florida prior to submitting the Application by Foreign Corporation For Authorization to Transact Business in Florida.
- (iii) After reviewing all the relevant information and documentation Affiant

02 FEB - 8  
SECRETARIAT  
TALLAHASSEE, FLORIDA  
P. 8: 05

FILED

Affidavit  
Mariano Scola, Director  
Santander Central Hispano Private Advisors Ltd.  
Page 2 of 2

has determined that by an involuntary mistake erroneous information was inserted on the application and wishes to correct said information through this affidavit.

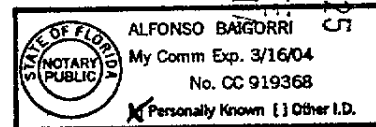
- (iv) The correct date the Corporation began transacting business in Florida was January 1 2000.

Under Penalties of perjury, I declare that I have read the foregoing affidavit and the facts stated in it are true.

  
\_\_\_\_\_  
Mariano Scola, Director  
Santander Central Hispano Private Advisors Ltd.

Sworn to and subscribed to before me by Mariano Scola on this the 26 day of December 2001.

  
\_\_\_\_\_  
Notary Public



Cc: Santander Central Hispano Private Advisors Ltd.  
Mr. Mariano Scola

**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. Santander Central Hispano Private Advisors Ltd. (Incorporated)  
(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. 52-2204895  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 24, 1999 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1401 Brickell Avenue - Suite 540, Miami, Florida 33131  
(Principal office address)

1401 Brickell Avenue - Suite 1200, Miami, Florida 33131  
(Current mailing address)

Lawful acts or activities for which corporations may be organized under the general  
8. Corporation Law of Delaware.  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

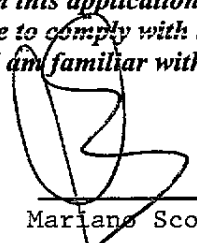
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Mariano Scola

Office Address: 1401 Brickell Avenue - Suite 540  
Miami, Florida, Florida 33131  
(City) (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.*

  
Mariano Scola (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 business addresses of officers and/or directors:

FILED  
92 FEB -1 PM 8:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**A. DIRECTORS**

Chairman: José Manuel Maceda

Address: Castellana 32, Planta 7

28046 MADRID

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

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

Director: Mariano Scola

Address: 1401 Brickell Avenue - Suite 540

Miami, Florida 33131

Director: Gonzalo de las Heras

Address: 45 E. 53rd. Street

New York, New York 10022

**B. OFFICERS**

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

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

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

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

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

FILED  
02 FEB - 1 PM 8:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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

14. Mariano Scola, Director  
(Typed or printed name and capacity of person signing application)

*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 "SANTANDER CENTRAL HISPANO PRIVATE ADVISORS LTD." 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 NINETEENTH DAY OF NOVEMBER, A.D. 2001.

FILED  
02 FEB -1 PM 8:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3131648 8300

010585200

AUTHENTICATION: 1454078

DATE: 11-19-01