

F02000004516

PETER KNESKI
ALSO MEMBER OF NEW YORK
AND CALIFORNIA BARS
PAUL J. KNESKI
ALSO MEMBER OF NEW YORK BAR

NEW OFFICES
PETER KNESKI & PAUL J. KNESKI
BUREAU
1500 LAC
MIAMI, FLORIDA 33130
TELEPHONE (305) 358-0080
FACSIMILE (305) 371-3436
www.kneskilaw.com

PLANTATION OFFICE:
SUITE 301
300 NORTHWEST 70TH AVENUE
PLANTATION, FLORIDA 33317
TELEPHONE (954) 583-8765

REPLY TO () MIAMI () PLANTATION OFFICE

August 2, 2002

Florida Department of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

100006924411--8
-08/06/02--01063--005
*****78.75 *****78.75

RE: APPLICATION BY FOREIGN CORPORATION

Dear Sirs:

Enclosed please find the following fully executed original documents:

Transmittal Letter.

Application By Foreign Corporation For Authorization
Transact Business In Florida.

Certificate of existence duly authenticated by the Secretary of State by the official having custody of corporate records in Nicaragua together with certified translation of same.

Check No. 1572 in the sum of \$78.75.

Please issue a Certificate of Status and letter of acknowledgement and mail them to the undersigned at the Miami address in my letterhead.

Thank you for your attention in this matter.

Sincerely,

Peter Kneski

PK/jo
Enclosures

ARGUELLO\DUQUE\DS080202.LTR

02 SEP - PM 3:00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F02-4516
9K



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 27, 2002

PETER KNESKI
807 BISCAYNE BLDG., 19 WEST FLAGLER STRE
MIAMI, FL 33130

SUBJECT: CORPORACION FINANCIERA INTERNACIONAL, S.A. (COFISA)
Ref. Number: W02000022918

02 SEP -3 PM 3:03
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for CORPORACION FINANCIERA INTERNACIONAL, S.A. (COFISA) and your check(s) totaling \$. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 602A00050026

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Corporacion Financiera Internacional, S.A (COFISA)
(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:

Peter Kneski, Esq.
(Name of Person)
KNESKI & KNESKI
(Firm/Company)
807 Biscayne Building, 19 West Flagler Street
(Address)
Miami, FL 33130
(City/State and Zip code)

For further information concerning this matter, please call:

Peter Kneski at (305) 358-0080
(Name of Person) (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

02 SEP -3 PM 3:03
TALLAHASSEE, FLORIDA

FILED

LAW OFFICES
KNESKI & KNESKI
BISCAYNE BUILDING • SUITE 807
19 WEST FLAGLER STREET
MIAMI, FLORIDA 33130

PETER KNESKI
ALSO MEMBER OF NEW YORK
AND CALIFORNIA BARS
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PLANTATION, FLORIDA 33317
TELEPHONE (954) 583-8765

REPLY TO  MIAMI () PLANTATION OFFICE

August 22, 2002

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

FILED
02 SEP -3 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: APPLICATION BY FOREIGN CORPORATION
CORPORACION FINANCIERA INTERNACIONAL, S.A. (COFISA)
REF. NUMBER: W02000022918

Dear Sirs:

In response to your August 8, 2002 letter, a copy of which is attached, enclosed please find the English certified translation of the above referenced entity's name as requested in your August 8, 2002 letter together with the original Application By Foreign Corporation For Authorization To Transact Business In Florida which you sent back to me in anticipation of the English translation. Moreover, I was told by one of your agents that you are holding the remaining documents that I previously submitted to you on August 2, 2002 together my client's \$78.75 check pending your receipt of the name translation and application. Thus, if everything appears in order I would appreciate your now filing the Application By Foreign Corporation For Authorization To Transact Business In Florida.

Thank you for your cooperation in this matter.

Sincerely,

Peter Kneski

PK/pc
Enclosures

ASSOCIATE INTERPRETERS, INC.

5845 SW 26TH ST.
Miami, FL 33155
(305) 663-3009

CERTIFICATION

STATE OF FLORIDA)
)
COUNTY OF DADE) SS:

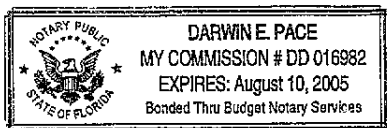
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02 SEP - 3 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, personally
appeared Jordana Seligmann, who is personally known to me,
for and on behalf of ASSOCIATE INTERPRETERS, INC., who being first
duly sworn by me says that he/she is fully versed in the Spanish and
English languages and that the foregoing is a true and correct translation of an
instrument consisting of 1 page/s and that this the 2nd page of
the attached.


Translator

WITNESS my hand and official seal in Miami, State and County aforesaid,

this 21st day of August, 200².



OFFICIAL NOTARY SEAL


NOTARY PUBLIC,
State of Florida

The utmost care has been taken to ensure the accuracy of all translations. Associate Interpreters, Inc. and its employees shall not be liable for any damages due to omissions, typing, transcription or translation errors.

This Document Prepared By:
ASSOCIATE INTERPRETERS, INC.
5845 S.W. 26th Street
Miami, FL 33155

"CORPORACION FINANCIERA INTERNACIONAL, S.A. (COFISA)
(INTERNATIONAL FINANCIAL CORPORATION, INC. (IFCOIN

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

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. CORPORACION FINANCIERA INTERNACIONAL S.A. (COFISA)
(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. NICARAGUA
(State or country under the law of which it is incorporated)

3. #RUC 1012989560
(FEI number, if applicable)

4. 7 July 2000
(Date of incorporation)

5. 99 YRS 7 July 2099
(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. Centro Comercial CAMINO de ORIENTE, #B1 MANAGUA, NICARAGUA
(Principal office address)

NICA Box 1349 / 7801 NW 37 ST. HIGH1, #1 33166
(Current mailing address)

8. Comercial Export of
(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: Peter Kneski

Office Address: 807 Biscayne Building, 19 West Flagler Street

Miami, Florida 33130
(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.

Peter Kneski (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.

FILED
02 SEP - 3 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: EDMUNDO ARGUELLOAddress: AITOS STO' DOMINGO N° 103
MANAGUA, NICARAGUAVice Chairman: N/A

Address: _____

Director: DORAMALIA PASOSAddress: AITOS STO' DOMINGO N° 103
MANAGUA, NIDirector: SERGIO SanchezAddress: AITOS STO' DOMINGO N° 103
MANAGUA, NI

B. OFFICERS

President: EDMUNDO ARGUELLOAddress: AITOS de ST' DOMINGO N° 103
MANAGUA, NICARAGUAVice President: N/A

Address: _____

Secretary: SERGIO SanchezAddress: AITOS STO' DOMINGO #103 MANAGUA, NITreasurer: DORAMALIA PASOS de ARGUELLOAddress: AITOS ST. DOMINGO #103 MANAGUA, NI

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

13. B. Arguello
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Edmundo ARGUELLO
(Typed or printed name and capacity of person signing application)02 SEP - 3 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



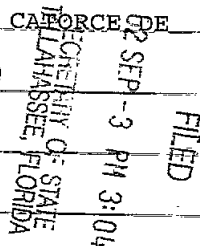
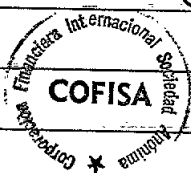
SENOR REGISTRADOR DE LA PROPIEDAD MERCANTIL DEL
REGISTRO DE GRANADA. POR ESTE MEDIO LE SOLICITO

ME CERTIFIQUE LA INSCRIPCION DE LA SOCIEDAD DENO-
MINADA COFISA Y QUE SE ENCUENTRA INSCRITA EN EL ASIENTO N° 17.688, FOLIO
87, TOMO 139 DEL DIARIO E INSCRITA BAJO EL N° 34966 FOLIOS 72 al 94

TOMO 63. LIBRO SEGUNDO DE REGISTRO MERCANTIL Y CON EL N° 1,639 FOLIO

79/80, TOMO 64 DEL LIBRO DEL REGISTRO DE PERSONAS GRANDES, CATORCE DE

AGOSTO DEL AÑO DOS MIL.

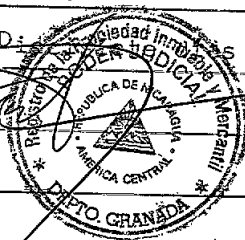


DOCTOR JOAQUIN FLORES HUERTA

ABOGADO Y REGISTRADOR PUBLICO DEL DEPARTAMENTO DE GRANADA

C E R T I F I C A

Que según verificación realizada en el Libro Segundo del Registro Mercantil
(Registro de Sociedades), aparece que la Sociedad bajo la firma o razón so-
cial de "COFISA" conocida como COMERCIAL FINANCIERA Sociedad autorizada
Y/O NIKAMUEBLE Y CIA LTDA. sufrió una transformación y en lo sucesivo se de-
nominará: CORPORACION FINANCIERA INTERNACIONAL, SOCIEDAD ANÓNIMA (COFISA)
que podrá abreviarse de las siguientes maneras "CORPORACION FINANCIERA INTER-
NACIONAL S.A." CORPORACION FINANCIERA S.A. o bien con las siglas "COFISA"-
su transformación se encuentra inscrita en esta Oficina el día catorce de
Agosto del año Dos Mil Bajo el No. 3,496, Folios 72 al 94, Tomo 63 Libro Se-
gundo del Registro Mercantil y bajo el No. 1,639, Folios 79/80, Tomo 64 del
Registro de Personas. Se extiende la presente Certificación a solicitud de
parte interesada. En la ciudad de Granada, a los Diez y Seis del mes de
Julio del año Dos Mil Dos.



TO THE REGISTRAR OF THE REGISTRY OF
COMMERCIAL PROPERTY OF GRANADA. I HEREBY
REQUEST YOU CERTIFY THE REGISTRATION OF THE
CORPORATION NAMED COFISA WHICH IS REGISTERED UNDER SEAT N°
17,688, PAGE 87, VOLUME 139 OF THE JOURNAL AND REGISTERED UNDER
N° 34966, PAGES 72 TO 94, VOLUME 63 OF BOOK TWO OF THE
COMMERCIAL REGISTRY AND UNDER N° 1,639, PAGE 79/80, VOLUME 64 OF
THE BOOK OF REGISTRY OF PERSONS, AUGUST FOURTEEN OF THE YEAR TWO-
THOUSAND.

02 SEP -3 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

DOCTOR JOAQUIN FLORES HUERTA
ATTORNEY-AT-LAW AND PUBLIC REGISTRAR OF THE
DEPARTMENT OF GRANADA

CERTIFIES

That as was verified in Book Two of the Commercial Registry
(Registry of Corporations), the signature or registered name of
"COFISA" known as COMERCIAL FINANCIERA Sociedad Autorizada and/or
NICAMUEBLE Y CIA LTDA. underwent a transformation and hereafter
will be called: CORPORACIÓN FINANCIERA INTERNACIONAL, SOCIEDAD
ANÓNIMA (COFISA) which may be abbreviated in the following
manners: "CORPORACIÓN FINANCIERA INTERNACIONAL S.A.",
"CORPORACIÓN FINANCIERA S.A." or by the acronym "COFISA"- Its
transformation is registered in this Office on the fourteenth of
August of the year Two-Thousand under No. 3,496, Pages 72 to 94,
Volume 63, Book Two of the Commercial Registry and under No.
1,639, Pages 79/80, Volume 64 of the Registry of Persons. The
present Certification is extended by request of the interested
party. In the city of Granada, on the seventeenth day of the
month of July of the year Two-Thousand and Two.

Yo, **LISSETTE DEL CARMEN SALAS OLIVARES**, Abogada y Notario Público de la República de Nicaragua, con domicilio y residencia en esta ciudad, debidamente autorizada por la **EXCELENTISIMA CORTE SUPREMA DE JUSTICIA** para cartular durante un quinquenio que expira el veintiséis de Noviembre del año Dos Mil Cinco. **HAGO CONSTAR Y DOY FE:** Que la presente traducción al Idioma Inglés de la Inscripción Registral de la Sociedad **CORPORACION FINANCIERA INTERNACIONAL SOCIEDAD ANONIMA** emitida en hoja de papel de Ley, especie fiscal serie "K" Número 1982251 por el Registrador Público del Departamento de Granada es fiel a su original en Idioma Español. Managua veintitrés de julio de año dos mil dos.


LISSETTE DEL CARMEN SALAS OLIVARES

NOTARIO PUBLICO



FILED

02 SEP -3 PM 3:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA