

FO2000005591

TO: Registration Section
Division of Corporations

SUBJECT: XCHANGE CITY INC.
(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:

Alvaro Nores
(Name of Person) 000006811550--0
-07/31/02--01028--004
*****87.50 *****87.50

Xchange City Inc.
(Firm/Company)

33E Venetian Way Suite 76
(Address)

Miami Beach, FL, 33139
(City/State and Zip code)

For further information concerning this matter, please call:

Alvaro Nores at (305) 458-0193
(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

789, 310, 671

1002-22699



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 1, 2002

ALVARO NORES
33E VENETIAN WAY STE. 76
MIAMI BEACH, FL 33139

SUBJECT: XCHANGE CITY INC.
Ref. Number: W02000022199

We have received your document for XCHANGE CITY INC. 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 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.

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.

Marsha Thomas
Document Specialist

Letter Number: 502A00046314

**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. XCHANGE CITY INC.
(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. 13-4056190
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 4/21/99 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. 33E Venetian Way Suite 76, Miami Beach, FL, 33139
(Principal office address)
33E Venetian Way Suite 76, Miami Beach, FL, 33139
(Current mailing address)

8. General Business - consulting and business development
(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: Alvaro Nores

Office Address: 33E Venetian Way #76
Miami Beach, FL, 33139, Florida 33139
(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.


(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:

A. DIRECTORS

Chairman: ALVARO NORES

Address: 33E Venetian Way #76
Miami Beach, FL, 33139

Vice Chairman: _____

Address: _____

Director: DARIO NUL

Address: 19901 E COUNTRY CLUB DR #603
MIAMI, FL, 33180

Director: ALVARO NORES

Address: 33E Venetian Way #76
Miami Beach, FL, 33139

B. OFFICERS

President: DARIO NUL

Address: 19901 E COUNTRY CLUB DR #603,
MIAMI, FL, 33180

Vice President: ALVARO NORES

Address: 33E Venetian Way #76
Miami Beach, FL 33139

Secretary: ALVARO NORES

Address: 33E Venetian Way #76, Miami Beach, FL 33139

Treasurer: DARIO NUL

Address: 19901 E COUNTRY CLUB DR #603, MIAMI, FL 33180

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

13. Alvaro Nores 7/28/02
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

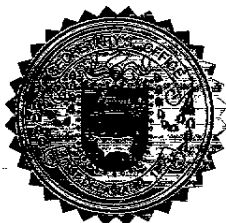
14. Alvaro Nores Chairman and Vice-president -
(Typed or printed name and capacity of person signing application)

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "XCHANGE CITY 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 FIFTEENTH DAY OF JULY, A.D. 2002.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3028697 8300

020451247

AUTHENTICATION: 1883322

DATE: 07-15-02