

F03000005401

Florida Department of State
Division of Corporations
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STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

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FOREIGN PROFIT QUALIFICATION**hayrton business corp.**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 28, 2003

EMPIRE

SUBJECT: HAYRTON BUSINESS CORP.
REF: W03000031556

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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Trevor Brumbley
Document Specialist

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H03000305455

4

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA.*

1. HAYRTON BUSINESS CORP.

(Enter name of corporation; must include "INCORPORATED," "COMPANY,"
"CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose
of transacting business in Florida)

2. PANAMA, REPUBLIC OF PANAMA

3.98-0162347

(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10-13-1994

5 PERPETUAL

(Date of incorporation)

(Duration: Year corp. will cease to exist or "perpetual")

6. October 31, 1994

(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. 1925 Brickell Ave., Suite D206, Miami Florida 33129

(Principal office address)

(Current mailing address)

Same

**8. To engage in any activities or business permitted under the laws of the United States of
America or the State of Florida.**

(Purpose 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: MIAMI CORPORATE REGISTRY

Office Address: 1925 Brickell Ave., Suite D206

Miami FL 33129

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.*

MIAMI CORPORATE REGISTRY

(Registered agent's signature) By

ROGER BESU

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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:	N/A
Address:	Torre Banco Desdner, Piso 9, Calle 50, Panama, Republic of Panama
Vice Chairman:	N/A
Address:	Torre Banco Desdner, Piso 9, Calle 50, Panama, Republic of Panama
Director:	HECTOR RAMOS DE LEON
Address:	Torre Banco Desdner, Piso 9, Calle 50, Panama, Republic of Panama
Director:	ISMAEL MUNOZ
Address:	Torre Banco Desdner, Piso 9, Calle 50, Panama, Republic of Panama
Director:	DAYANA DEAN DE GRANADA
Address:	Torre Banco Desdner, Piso 9, Calle 50, Panama, Republic of Panama

B. OFFICERS

President:	HECTOR RAMOS DE LEON
Address:	Torre Banco Desdner, Piso 9, Calle 50, Panama, Republic of Panama
Vice President:	ISMAEL MUNOZ
Address:	Torre Banco Desdner, Piso 9, Calle 50, Panama, Republic of Panama
Secretary:	DAYANA DEAN DE GRANADA
Address:	Torre Banco Desdner, Piso 9, Calle 50, Panama, Republic of Panama
Treasurer:	DAYANA DEAN DE GRANADA
Address:	Torre Banco Desdner, Piso 9, Calle 50, Panama, Republic of Panama

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

13. Hector Ramos
(Signature of Director or Officer listed in number 12 of the application)

14. HECTOR RAMOS DE LEON
(Typed or printed name and capacity of person signing application)

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// DECA

PAC.

REPUBLICA DE PANAMA
REGISTRO PUBLICO DE PANAMA

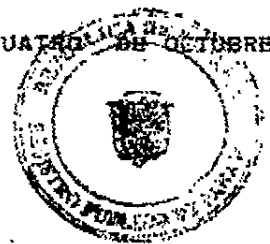
CON VISTA A LA SOLICITUD 378918
C E R T I F I C A

- QUE LA SOCIEDAD :
- HAYRTON BUSINESS CORP.
SE ENCUENTRA REGISTRADA EN LA FICHA: 293348 ROLLO: 43899 IMAGEN: 21
DESDE EL TRECE DE OCTUBRE DE MIL NOVECIENTOS NOVENTA Y CUATRO ,
- QUE LA SOCIEDAD SE ENCUENTRA VIGENTE
 - QUE SUS SUSCRIPTORES SON:
 - (1) JOSE MAUAD OREJ
 - (2) JOSE ALBERTO MAUAD PONCE
 - QUE SUS DIRECTORES SON:
 - 1) HECTOR RAMOS DE LEON
 - 2) ISMAEL MUÑOZ
 - 3) DAYANA DEAN DE GRANADA
 - QUE SUS DIGNATARIOS SON:

PRESIDENTE	: HECTOR RAMOS DE LEON
VICE-PRESIDENTE	: ISMAEL MUÑOZ
TESORERO	: DAYANA DEAN DE GRANADA
SECRETARIO	: DAYANA DEAN DE GRANADA
 - QUE LA REPRESENTACION LEGAL LA EJERCERA:
EL REPRESENTANTE LEGAL DE LA SOCIEDAD ES EL PRESIDENTE.
 - QUE SU AGENTE RESIDENTE ES: MAUAD & MAUAD
 - DETALLE DEL CAPITAL :
EL CAPITAL AUTORIZADO DE LA SOCIEDAD ESTARA REPRESENTADO POR CIENTO (100) ACCIONES, SIN VALOR NOMINAL O A LA PAR LAS CUALES SERAN CLASIFICADAS COMO ACCIONES COMUNES.
 - QUE SU DURACION ES PERPETUA
 - QUE SU DOMICILIO ES PANAMA
 - QUE NO CONSTA PODER INSCRITO.

EXPEDIDO Y FIRMADO EN LA PROVINCIA DE PANAMA , EL VEINTICUATRO DE OCTUBRE DEL DOS MIL TRES A LAS 12:37:06, A.M.

NOTA: ESTA CERTIFICACION PAGO DERECHOS
POR UN VALOR DE S/. 30.00
COMPROBANTE NO. 378918
NO. CERTIFICADO: S. ANONIMA - 809237
FECHA: Viernes 24, Octubre DE 2003
// DECA //



[Firma]
IRMA I GARCIA P.
CERTIFICADOR

1403600005455

REPUBLIC OF PANAMA
PUBLIC REGISTRY OF PANAMA

IN CONNECTION WITH REQUEST 578916
CERTIFIES:

That the Corporation:

HAYRTON BUSINESS CORP.

is recorded under File: 293348; Microfilm Roll: 43899 Image: 21 since the thirteenth day of October, in the year one thousand nine hundred ninety-four.

THAT THE CORPORATION IS ACTIVE.

THAT ITS SUBSCRIBERS ARE:

- (1) JOSE MAUAD OREJ
- (2) JOSE ALBERTO MAUAD PONCE

THAT ITS DIRECTORS ARE:

- (1) HECTOR RAMOS DE LEON
- (2) ISMAEL MUÑOZ
- (3) DAYANA DEAN DE GRANADA

THAT ITS OFFICERS ARE:

President:	: HECTOR RAMOS DE LEON
Vice-President	: ISMAEL MUÑOZ
Treasurer	: DAYANA DEAN DE GRANADA
Secretary	: DAYANA DEAN DE GRANADA

THAT THE LEGAL REPRESENTATION WILL BE EXERCISED:

THE LEGAL REPRESENTATIVE OF THE CORPORATION IS ITS PRESIDENT.

THAT ITS RESIDENT AGENT IS: MAUAD & MAUAD

THE AUTHORIZED CAPITAL STOCK OF THE CORPORATION IS REPRESENTED BY ONE HUNDRED (100) SHARES, NO PAR VALUE, WHICH WILL BE CLASSIFIED AS COMMON SHARES.

THAT IT HAS PERPETUAL EXISTENCE

THAT ITS PRINCIPAL OFFICE IS IN PANAMA

NO POWER OF ATTORNEY APPEARS OF RECORD

ISSUED AND EXECUTED IN THE CITY OF PANAMA, ON THE TWENTY-FOURTH DAY OF OCTOBER, TWO THOUSAND THREE, AT 12:37:05, A.M.

NOTE: THE DUES FOR THIS CERTIFICATE
WERE PAID: B/. 30.00

RECEIPT NO. 578916

(SEAL)

CORPORATE I. D. No. - 508237

Date: Friday, October 24, 2003

(signature)

IRMA E. GARCIA P.
REGISTRAR

APOSTILLE

(THE HAGUE CONVENTION OCTOBER 5, 1961)

1. In Panama This Public Document
2. has been signed by TUARE JOHNSON
3. who acts in the capacity of REGISTRAR
4. and has attached thereto the stamp OF THE PUBLIC RECORDS OF PANAMA

CERTIFIED

5. in the Public Ministry of the Exterior 6. on 27/10/2003
7. by the CHIEF OF CERTIFICATIONS AND AUTHENTICATIONS
8. Under number 223/EAV NO. 125018
9. Stamps
10. Signature:

Lic. JUAN J. CHAVARRIA G.
Chief of Authentication and certifications A.I.
MINISTRY OF THE EXTERIOR

(seal)

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was sworn to, subscribed and acknowledged before me this 29th day of October, 2003, by ROGER BESU, who after being duly sworn, deposes and says that she is fully versed in the Spanish and the English languages, and that this is a true and correct translation of the attached document consisting of two pages.


ROGER BESU


Anderson Castro, NOTARY PUBLIC

My commission expires:





H1030000305455

APOSTILLE

(Convention de La Haye du 5 octobre 1961)



1. En Panamá el presente documento público
2. ha sido firmado por EDARE JOHNSON
3. quién actúa en calidad de CERTIFICADORA
4. y está revestido del sello / timbre de REGISTRO PUBLICO DE PANAMA

CERTIFICADO

5. En el Ministerio de Relaciones Exteriores 6. el día 27/10/2003
7. por JEFE DE LEGALIZACIONES Y AUTENTICACIONES
8. 222/EAV NO. 125018



10. Firma

Lic. JUAN J. CHAVARRIA G.
Jefe de Autenticación y Legalización A. I.
Ministerio de Relaciones Exteriores

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