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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 16, 2004

EMPIRE

SUBJECT: AGENTE DE CAMBIO(CORP)
REF: W03000039671

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

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 245-6020.

Tammi Cline
Document Specialist

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APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 807.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. AGENTE DE CARGO CARIBBEAN AIRMAIL-CAN, SA (CORP)
(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. DOMINICAN REPUBLIC
(State or country under the law of which it is incorporated)
3. MAY 13, 1997
(Date of Incorporation)
4. PERPETUAL
(Duration)
5. N/A
(Federal Employer Identification number, if applicable)
6. "UPON QUALIFICATION"
(Date first transacted business in Florida. See sections 807.1501, 607.1502, and 817.155, F.S.)
7. 9425 SW SUNSET DRIVE SUITE 249 MIAMI FL 33173
(Current mailing address)
8. BUSINESS DEALING ANY KIND OF OPERATION PERTAINING TO MONEY TRANSFER SENDING-RECEIVING PACKAGES etc.
(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: JULES PIERRE DIERICKX SR
Address: DELMAS 60, RUE COUTILLEN IMPASSE FLEURY 74
PORT-AU-PRINCE (HAITI)
 - Vice Chairman: PASCAL DIERICKX
Address: 18 TURTLE WALK KEY BISCAYNE
MIAMI FL 33149
 - Director: JULES PIERRE DIERICKX JR
Address: 9615 SW 118 AVE
MIAMI FL 33176
 - Director: _____
Address: _____

1120002112110

B. Officers:

President: JULES PIERRE DIERICKX SR
Address: DELNAS CO, RUE COUTILLIEN IMP. FLEURY #4
PORT-AU-PRINCE (HAITI)

Vice President: PASCAL DIERICKX
Address: 18 TURTLE WALK KEY BISCAYNE
MIAMI FL 33149

Secretary: JULES PIERRE DIERICKX JR
Address: 9615 SW 118 Street
MIAMI FL 33176

Treasurer: _____
Address: _____

(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:

Name: PASCAL DIERICKX
Office Address: 9425 SW Sunset DR Suite 249
MIAMI, Florida 33173
Zip Code

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. Pascal Dierickx VP
(Name and capacity of person signing application)

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DOMINICAN REPUBLIC
Department of State for Finance
Directorate-General of Internal Revenue

OR-sc.

No. 047485

December 12, 2003

CERTIFICATION

We hereby certify that the founding documents of the commercial corporation doing business under the name AGENTE DE CAMBIO CARIBBEAN AIR MAIL (CAM) S.A., national business registration No. RNC-1-01-73924 are on file with the Company Registration Section of this Directorate-General, the aforementioned corporation having been authorized to file its founding documents with the competent courts, by official correspondence No. 19606 dated June 4, 1997, in compliance with the provisions of article 36, section 4 of the Estates and Donations Act (No. 2569) of December 4, 1950, and to date they have not effected any increase in capital or other amendments. At present the aforementioned company is meeting its tax payment obligations.

The present certification is valid for 30 days as from the date hereof, and is issued at the request of Virgilio de Jesús BALDERA A. for internal use.

Issued in Santo Domingo, D.N., Capital of the Dominican Republic, on December 11, 2003.

Prepared by: Sagrario GUZMÁN M.

Sincerely,

[Signature]:
Teófilo QUICO Tobar
Director-General
[Seal]

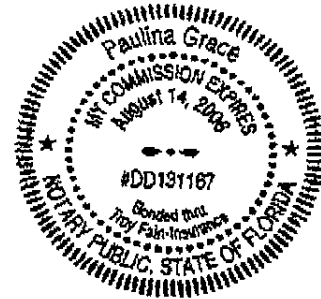
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I, on behalf of Hold Translations, certify that the above translation we made from Spanish is correct and that we are qualified to make it.

Paulina Grace

Paulina Grace, Notary Public, State of Florida
Miami, Florida, December 17, 2003
DE24



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REPÚBLICA DOMINICANA
SECRETARÍA DE ESTADO DE FINANZAS
DIRECCIÓN GENERAL DE IMPUESTOS INTERNOS

"Año Nacional del Agua"

OR-sc.

047485

12 DIC 2003

CERTIFICACION

Por medio del presente documento Certificamos que en los archivos de la Sección de Registro de Compañías de esta Dirección General, se encuentran depositados los documentos constitutivos de la Sociedad Comercial que gira bajo la Razón Social **AGENTE DE CAMBIO CARIBBEAN AIRMAIL C A M, S. A.**, RNC-1-01-73924-1 a la cual se le autorizó a depositar sus documentos de constitución en los tribunales correspondientes, mediante Oficio No.19606 de fecha 4 de Junio de 1997, en cumplimiento a lo dispuesto en el párrafo 4to. del Art.36 de la vigente Ley de Sucesiones y Donaciones No.2569 del 4 de Diciembre de 1950, y hasta la fecha no han realizado Aumento de Capital, ni otras Modificaciones. En la actualidad dicha compañía está cumpliendo con el pago de sus impuestos.

La presente Certificación tiene una vigencia de 30 días a partir de la fecha y se expide a solicitud del **Dr. Virgilio De JS. Baldera A.** para fines de uso interno

Dada en Santo Domingo, D. N Capital de la Republica Dominicana a los Once (11) días del mes de Diciembre del año 2003

Preparado Por : Sagrario Guzmán M.

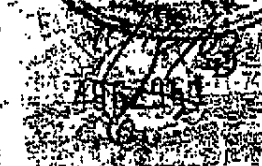
Atentamente

ulo

Teofilo Quico Tabar
Director General



Sello LI. R.D.S. 1.25
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