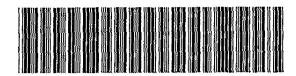
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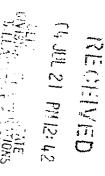
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ON MILES PARTS OFFICE USE ONLY (DOCUMENT #) LAZARUS CORPORATE FILING SERVICE 3320 S.W. 87 AVENUE MIAMI, FLORIDA (305)552-5973 OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy. Will wait Mail out Photocopy Certificate of Status AMENDMENTS / NEW FILINGS Profit Amendment Resignation of R.A., Officer/Director NonProfit Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement

Trademark

Examiner's Initials

Other

CR2E031(9/92)

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMIT REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA. "RIVER PLACE COMMERCIAL 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. REPUBLICA DE PANAMA REPUBLICA DE PANAMA
(State or country under the law of which it is incorporated)

(FEI number, if applicable) 4. 17, JANUARY 20003 (Duration: Year corp. will cease to exist or "perpetual") (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability) 7. 782 N.W 42Ave. SUITE 636, MIAMI, FL. 33126 (Principal office address) 5511 N.W 112 Ave. Buld. 22 Apto. 105 DORAL, FL, 33178 (Current mailing address) 9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable) ALFREDO M. OQUENDO Name: 5511 N.W 112 Ave. Buld. 22 Apto. 105 Office Address: DORAL

#### 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. DIRECTO		IENDO						
	FREDO M. OQL			. =				<del></del>
Address: 5511	I N.W. 112Ave.	Buld. 22 Ap	to 105, DORA	L, FL, 33178			<u> </u>	
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Vice Chairman:		.2 -				·		
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Director:		<del></del>			<del></del>	<u> </u>	<del></del>	
Address:			<del></del>					
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3. OFFICER	us .							
resident: ALF	REDO M. OQU	ENDO		<u> </u>		ma, i i		:_
Address 5511	N.W. 112Av. E	Buld. 22 Apto	105, DORAL	, FL, 33178				
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	(Type	ed or printed	name and cap	acity of person s	igning app	lication)		



41-5451 HOPUBLICODEPANAMA REGISTROPUBLICODEPANAMA REGI

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# REPUBLICA DE PANAMA REGISTRO PUBLICO DE PANAMA

PAG.

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CON VISTA A LA SOLICITUD 716996 C E R T I F I C A

-- QUE LA SOCIEDAD : ---

RIVER PLACE COMMERCIAL CORP.

SE ENCUENTRA REGISTRADA LA FICHA 428213 DOC. 427104 DESDE EL

DIECISIETE DE ENERO DE DOS MIL TRES ,

- QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

- QUE LA REPRESENTACION LEGAL LA EJERCERA:

EL REPRESENTANTE LEGAL DE LA SOCIEDAD ES EL PRESIDENTE Y EN SU AUSENCIA

LO SERA EL SECRETARIO O EL TESORERO.

QUE SUS DIRECTORES SON:

INTERNATIONAL CORPORATE MANAGEMENT LTD. INC

SECRETARIAL SERVICES LTD. CORP.

CORPORATE EXECUTIVE BOARD LTD. INC.

QUE SUS DIGNATARIOS SON:

PRESIDENTE

: INTERNATIONAL CORPORATE MANAGEMENT LTD. INC.

TESORERO

: CORPORATE EXECUTIVE BOARD LTD. INC.

SECRETARIO

: SECRETARIAL SERVICES LTD. CORP.

EXPEDIDO Y FIRMADO EN LA PROVINCIA DE PANAMA, EL CATORCE DE JULIO DEL DOS MIL CUATRO A LAS 08:57:43,A.M.

NOTA: ESTA CERTIFICACION PAGO DERECHOS

POR UN VALOR DE B/. 30.00

COMPROBANTE NO. 716996

NO. CERTIFICADO: S. ANONIMA - 37119

FECHA: Miercoles 14, Julio DE 2004

// SIVE // C-1

KADINE HURTADO CERTIFICADOR

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#### TRANSLATION

// SIVE

## REPUBLIC OF PANAMA THE PUBLIC REGISTRY OF PANAMA

WITH VIEW ON REQUEST: 716996

### CERTIFY THAT THE CORPORATION. –

RIVER PLACE COMMERCIAL CORP. is duly registered in MICROFILM: 428213 DOC. 427104 since the Nineteenth day of January of the year of TWO THOUSAND AND THREE,

That the corporation is in Good Standing

That the legal representation of the corporation shall be exercised by the President and in his absence by the Secretary or the Treasurer.

That its DIRECTORS are:

- 1. INTERNATIONAL CORPORATE MANAGEMENT LTD. INC.
- 2. SECRETARIAL SERVICES LTD. CORP.
- 3. CORPORATE EXECUTIVE BOARD LTD. INC.

That its OFFICERS are:

PRESIDENT

INTERNATIONAL CORPORATE MANAGEMENT LTD. INC.

TREASURER

CORPORATE EXECUTIVE BOARD LTD. INC.

SECRETARY

SECRETARIAL SERVICES LTD. CORP.

Issued and signed in the Province of Panama, on the Fourteenth day of July of the year TWO THOUSAND AND FOUR, at 08: 57: 43, A. M.

NOTE: This certification has paid the stamp duty for value of B/. 30.00. -

Receipt No. 716996

Number of Certificate: S. Anonime - 571199

Date: Wednesday, 14 July 2004

// SIVE // C-1

(Signed) there appears an illegible signature

#### KADINE HURTADO

CERTIFIER

There appears a round stamp which purports to be that of the Public Registry of Panama and reads as follows: "Public Registry of Panama \* Republic of Panama ".

THE ABOVE IS A TRUE TRANSLATION OF THE ORIGINAL DOCUMENT IN THE SPANISH LANGUAGE WHICH HAS BEEN PRESENTED TO ME.

Panama, 14 July 2004.

RAMON R. FRANCO/V.
AUTHORIZED PUBLIC TRANSLATOR
Res. No. 150 of 1977.

Res. No. 150 of 1977. RAMON R. FRANCO V.

Traditator Palatico Autorboido Tras Pala Tabida 17 de Junio de 1977