

Division of Corporations

Page 1 of 1

F040000006497

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383**RESUBMIT**

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575**FOREIGN PROFIT QUALIFICATION**

TUGHELA, S.A., INC.

Certificate of Status	1
Certified Copy	0
Page Count	07
Estimated Charge	\$78.75

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W04-41645

J. BRYAN NOV 16 2004



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 15, 2004

CORPORATION SERVICE COMPANY

SUBJECT: TUGHELA, S.A., INC.
REF: W04000041645

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.

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) 245-6043.

Joey Bryan
Document Specialist

FAX Aud. #: H04000225510
Letter Number: 904A00064806

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04 NOV 15 PM 12:59
DIVISION OF CORPORATIONS

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2004 NOV 15 AM 8:47
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

04 00 0225510 3

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDAIN 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. Tughela, S.A., Inc.

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

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

2. Panama

(State or country under the law of which it is incorporated)

3. 98-0064847

(FEI number, if applicable)

4. Sept. 27, 1976

(Date of incorporation)

5. Perpetual

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

6. Sept. 27, 2004

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. c/o Mary E. Clarke, Esq., Holland & Knight LLP, 701 Brickell Ave., Suite 3000, Miami, FL 33131

(Principal office address)

c/o Mary E. Clarke, Esq., Holland & Knight LLP, 701 Brickell Ave., Suite 3000, Miami, FL 33131

(Current mailing address)

8. Any and all lawful business

(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 NOT acceptable)

Name: Intrastate Registered Agent Corporation

Office Address: 701 Brickell Avenue, Suite 3000

Miami

(City)

Florida 33131

(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:

04 00 0225510 3

H04000225510 3

A. DIRECTORS

Chairman: 33131

Address: 151 Crandon Boulevard, Unit 1226, Key Biscayne, Florida 33149

Vice Chairman:

Address:

Director: Isabel Duran-Ballen de Ospina

Address: 151 Crandon Boulevard, Unit 1226, Key Biscayne, Florida 33149

Director: Margarita Ospina Duran

Address: 151 Crandon Boulevard, Unit 1226, Key Biscayne, Florida 33149

B. OFFICERS

President: Carlos S. Ospina

Address: 151 Crandon Boulevard, Unit 1226, Key Biscayne, Florida 33149

Vice President: Isabel Duran-Ballen de Ospina

Address: 151 Crandon Boulevard, Unit 1226, Key Biscayne, Florida 33149

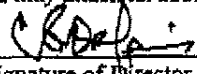
Secretary: Maria Isabel Ospina Duran

Address: 151 Crandon Boulevard, Unit 1226, Key Biscayne, Florida 33149

Treasurer: Margarita Ospina Duran

Address: 151 Crandon Boulevard, Unit 1226, Key Biscayne, Florida 33149

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Carlos S. Ospina

(Typed or printed name and capacity of person signing application)

H04000225510 3

W 04 00 0225510 3

Section 12 Continued....

A. DIRECTORS

Director: Eugenia Ospina de Gino
Address: 151 Crandon Boulevard, Unit 1226, Key Biscayne, Florida 33149

Director: Lucia Ospina Duran
Address: 151 Crandon Boulevard, Unit 1226, Key Biscayne, Florida 33149

Director: Maria Isabel Ospina Duran
Address: 151 Crandon Boulevard, Unit 1226, Key Biscayne, Florida 33149

B. OFFICERS

Assistant Secretary: Lucia Ospina Duran
Address: 151 Crandon Boulevard, Unit 1226, Key Biscayne, Florida 33149

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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// SIVE

REPUBLICA DE PANAMA REGISTRO PUBLICO DE PANAMA

 CON VISTA A LA SOLICITUD 899791
 C E R T I F I C A

QUE LA SOCIEDAD :

TUGHELA, S.A.

 SE ENCUENTRA REGISTRADA EN LA FICHA: 3059 ROLLO: 116 IMAGEN:
 DESDE EL VEINTISIETE DE SEPTIEMBRE DE MIL NOVECIENTOS SETENTA Y SEIS ,

- QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

- QUE SUS DIRECTORES SON:

- 1) CARLOS S. OSPINA
- 2) ISABEL DURAN-BALLEN DE OSPINA
- 3) MARGARITA OSPINO DURAN
- 4) EUGENIA OSPINA DE GINO
- 5) LUCIA OSPINA DURAN
- 6) MARIA ISABEL OSPINA DURAN

- QUE SUS DIGNATARIOS SON:

 PRESIDENTE
 VICE-PRESIDENTE
 TESORERO
 SECRETARIO
 SUB-SECRETARIO

 : CARLOS S. OSPINA
 : ISABEL DURAN-BALLEN DE OSPINA
 : MARGARITA OSPINO DURAN
 : MARIA ISABEL OSPINA DURAN
 : LUCIA OSPINA DURAN

 EXPEDIDO Y FIRMADO EN LA PROVINCIA DE PANAMA , EL VEINTINUEVE DE SEPTIEMBRE
 DEL DOS MIL CUATRO A LAS 03:27:52,P.M.

NOTA: ESTA CERTIFICACION PAGO DERECHOS

FOR UN VALOR DE B/. 30.00

COMPROBANTE NO. 899791

NO. CERTIFICADO: S. ANONIMA - 891914

FECHA: Miercoles 29, Septiembre DE 2004

// SIVE //

 KADINE HURTADO
 CERTIFICADOR


N04000225510 3

// SIVE [sic]

(Crest)
[THE] REPUBLIC OF PANAMA
PUBLIC REGISTRY OF PANAMA
IN VIEW OF REQUEST: 599791
CERTIFIES:

FILED
2004 NOV 15 AM 8:47
OFFICE OF CORPORATIONS
TALLAHASSEE, FLORIDA

----- THAT THE COMPANY -----
TUGHELA S.A.
HAS BEEN RECORDED AT FICHE: 3059 REEL: 116 IMAGE: 444
SINCE THE TWENTY-SEVENTH DAY OF SEPTEMBER, NINETEEN HUNDRED SEVENTY-SIX

- THAT THE STOCK COMPANY IS IN FULL FORCE AND EFFECT.

- THAT ITS DIRECTORS ARE:

- 1) CARLOS S. OSPINA
- 2) ISABEL DURAN-BALLEN DE OSPINA
- 3) MARGARITA OSPINO [sic] DURAN
- 4) EUGENIO OSPINA DE GINO
- 5) LUCIA OSPINA DURAN
- 6) MARIA ISABEL OSPINA DURAN

- THAT ITS OFFICERS ARE:

PRESIDENT	: CARLOS S. OSPINA
VICE PRESIDENT	: ISABEL DURAN-BALLEN DE OSPINA
TREASURER	: MARGARITA OSPINO [sic] DURAN
SECRETARY	: MARIA ISABEL OSPINA DURAN
ASSISTANT SECRETARY	: LUCIA OSPINA DURAN

ISSUED AND SIGNED IN PANAMA PROVINCE ON THE TWENTY-SEVENTH DAY OF
SEPTEMBER, TWO THOUSAND FOUR AT 03:27:52 P.M.

NOTE: STAMP TAX WAS PAID ON THIS CERTIFICATION
IN THE AMOUNT OF BALBOAS 30.00

VOUCHER NO. 599791

CERTIFICATE NO.: STOCK COMPANY - 591914

DATE: Wednesday, September 29, 2004

// SIVE //

/S/ (illegible)
KADINE HURTADO
CERTIFIER

(Stamp)
REPUBLIC OF PANAMA
(Crest)
PANAMANIAN PUBLIC REGISTRY