

F 05000002315

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000089549 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

RECEIVED

05 APR 14 PM 1:31

DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

HIGHMARK ATLANTIC INCORPORATED

Certificate of Status	0
Certified Copy	1
Page Count	067
Estimated Charge	\$78.75

SYK
SECRETARY OF STATE
TALLAHASSEE FLORIDA

05 APR 12 AM 8:34

FILED

04/15/05

Electronic Filing Menu

Corporate Filing

Public Access Help

This was originally faxed to you on 4-12-05 (see attach. 0). But it is not showing on file. Could you please check on this one. Thanks

7p

*** TRANSMISSION REPORT ***

PRINT TIME 04/12 '05 11:40 ID:CSC

FAX:850 558 1515

U*****2AP 181 J

TIMER=---

FILE START MODE
No. TIME
849 04/12 11:38 TX

LOCATION
918502050383

STORE PAGE	TX/RX PAGE	TOTAL TIME	CODE
6	8/ 0	01'58"	OK

ERROR PAGE=

**Florida Department of State
Division of Corporations
Public Access System**

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((CH05000089549 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0363

From:
Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

FILED
05 APR 12 AM 8:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FOREIGN PROFIT QUALIFICATION

HIGHMARK ATLANTIC INCORPORATED

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

H05000089549 3

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. Highmark Atlantic Incorporated
(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 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 20, 2004 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. 2100 S. Bayshore Drive, Coconut Grove, Florida 33133
(Principal office address)
- 2100 S. Bayshore Drive, Coconut Grove, Florida 33133
(Current mailing address)
8. Real Estate activities
(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: Intrastate Registered Agent Corporation
Office Address: 701 Brickell Avenue, Suite 3000
Miami, Florida 33131
(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.
Intrastate Registered Agent Corporation
James J. Fairchild
(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:

FILED
05 APR 12 AM 8:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

H05000089549 3

H05000089549.3

A. DIRECTORSChairman: See Attached Directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: See attached officers rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

FILED
05 APR 12 AM 8:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

13. Rosa R. de Smith

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

14. Rosa Rivera de Smith

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

H05000089549.3

H05000089549 3

Highmark Atlantic Incorporated

Directors/Officers Rider to Application

Directors:

Rosa Rivera de Smith
2100 S. Bayshore Drive
Coconut Grove, Florida 33133

Anna Guillermina Smith Rivera
2100 S. Bayshore Drive
Coconut Grove, Florida 33133

Jacklyn Carol Weidwenbaum
2100 S. Bayshore Drive
Coconut Grove, Florida 33133

Officers:

President: Rosa Rivera de Smith
2100 S. Bayshore Drive
Coconut Grove, Florida 33133

Secretary: Anna Guillermina Smith Rivera
2100 S. Bayshore Drive
Coconut Grove, Florida 33133

Treasurer: Anna Guillermina Smith Rivera
2100 S. Bayshore Drive
Coconut Grove, Florida 33133

FILED
05 APR 12 AM 8:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

2740608_v1

H05000089549 3

//JABO

H05000089549-3

PAG. 1

REPUBLIC OF PANAMA
PANAMA PUBLIC REGISTRY
BY VIRTUE OF REQUEST -837591-
CERTIFIES:

— THAT THE CORPORATION —

HIGHMARK ATLANTIC INCORPORATED

Is duly recorded at Microjacket: 471450 Doc.: 713004 as of December twenty third, two thousand four.

THAT the corporation is in good standing.**THAT** its subscribers are:

- (1) ROSA MARI MOLINO
- (2) ROLANDO ANIBAL GUEVARA ALVARADO

THAT its directors are:

- (1) ROSA RIVERA DE SMITH
- (2) ANNA GUILLERMINA SMITH RIVERA
- (3) JACLYN CAROLL WEIDWENBAUM

THAT its officers are:

PRESIDENT	-	ROSA RIVERA DE SMITH
TREASURER	-	ANNA GUILLERMINA SMITH RIVERA
SECRETARY	-	ANNA GUILLERMINA SMITH RIVERA

THAT the Legal Representation will be exercised by:

The Legal Representative of the corporation is the President and in his absence the Treasurer or any other person designated by the Board of Directors.

THAT its Resident Agent is ROSAS Y ROSAS**THAT** its Authorized Capital is of *****10,000.00 US Dollars.**THAT** its duration is perpetual.**THAT** its domicile is Panama.

Issued and signed in the Province of Panama on the seventh day of April two thousand five at 04:24:23, p.m.

NOTE: This certificate paid the revenue

Stamps for the sum of B/. 30.00

Voucher No. 837591

Certificate Number: Corporation - 642326

Date: Thursday, April 7th, 2005

// JABO //

Signed Illegible

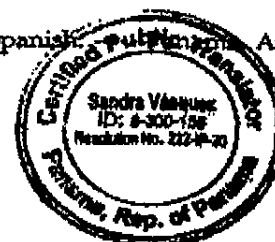
LUIS CHEN

Attesting Officer

SEAL — REPUBLIC OF PANAMA — PANAMA PUBLIC REGISTRY

This is an Official English Translation of the original document written in Spanish, April 8th, 2005.

Sandra Vasquez
SANDRA VÁSQUEZ
ID: 8-300-156
Certified Public Translator
Spanish-English-Spanish
Resolution No. 222-IP-20



H05000089549-3

CERTIFICADOR

H05000089549 3



REPUBLICA DE PANAMA
REGISTRO PUBLICO DE PANAMA

// JABO

PAG.

1

EL REGISTRO PUBLICO DE PANAMA
CON VISTA A LA SOLICITUD 837591
C E R T I F I C A

QUE LA SOCIEDAD :

HIGHMARK ATLANTIC INCORPORATED
SE ENCUENTRA REGISTRADA LA FICHA 471450 DOC. 713004 DESDE EL
VEINTITRES DE DICIEMBRE DE DOS MIL CUATRO ,
QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

QUE SUS SUSCRIPTORES SON:

- (1) ROSA MARI MOLINO
- (2) ROLANDO ANIBAL GUEVARA ALVARADO

QUE SUS DIRECTORES SON:

- 1) ROSA RIVERA DE SMITH
- 2) ANNA GUILLERMINA SMITH RIVERA
- 3) JACLYN CAROLL WEIDWENBAUM

QUE SUS DIGNATARIOS SON:

PRESIDENTE	: ROSA RIVERA DE SMITH
TESORERO	: ANNA GUILLERMINA SMITH RIVERA
SECRETARIO	: ANNA GUILLERMINA SMITH RIVERA

QUE LA REPRESENTACION LEGAL LA EJERCERA:

EL REPRESENTANTE LEGAL DE LA SOCIEDAD SERA EL PRESIDENTE Y EN SU
AUSENCIA EL TESORERO O CUALQUIER PERSONA QUE DESIGNE LA JUNTA DIRECTIVA.

QUE SU AGENTE RESIDENTE ES: ROSAS Y ROSAS

QUE SU CAPITAL ES DE *****10,000.00 DOLARES AMERICANOS.

QUE SU DURACION ES PERPETUA

QUE SU DOMICILIO ES PANAMA

EXPEDIDO Y FIRMADO EN LA PROVINCIA DE PANAMA , EL SIETE DE ABRIL
DEL DOS MIL CINCO A LAS 04:24:23,P.M.

NOTA: ESTA CERTIFICACION PAGO DERECHOS
POR UN VALOR DE B/. 30.00
COMPROBANTE NO. 837591
NO. CERTIFICADO: S. ANONIMA - 642326
FECHA: Jueves 07, Abril DE 2005

// JABO

//

LUIS CHEN
CERTIFICADOR



H05000089549 3

FILED
05 APR 12 AM 8:34
TALLAHASSEE FLORIDA
SECRETARY OF STATE