

# 2008 FOR PROFIT CORPORATION ANNUAL REPORT

**FILED**  
**Feb 19, 2008 8:00 am**  
**Secretary of State**

02-19-2008 90025 035 \*\*\*150.00

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                   |                                                                                                                        |                                                                                                                                                                 |                                                                                                                                                                                                                                          |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| <b>DOCUMENT # F06000001736</b><br>1. Entity Name<br><b>BANCO POPULAR ESPANOL, S.A.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                   |                                                                                                                        |                                                                                                                                                                 |                                                                                                                                                                                                                                          |  |
| Principal Place of Business<br><b>CALLE VELAZQUEZ, 34, 3A, 28001</b><br><b>MADRID, SPAIN, X</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                   |                                                                                                                        | Mailing Address<br><b>701 BRICKELL AVE</b><br><b>SUITE 2260</b><br><b>MIAMI, FL 33131 X</b>                                                                     |                                                                                                                                                                                                                                          |  |
| 2. Principal Place of Business - No P.O. Box #<br><b>Calle Velazquez, 34, 28001</b><br>Suite, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                   | 3. Mailing Address<br><b>Calle Velazquez, 34, 28001</b><br>Suite, Apt. #, etc.                                         |                                                                                                                                                                 |                                                                                                                                                                                                                                          |  |
| City & State<br><b>Madrid</b><br>Zip                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                   | City & State<br><b>Madrid</b><br>Zip                                                                                   |                                                                                                                                                                 | 4. FEI Number<br><b>98-0485321</b><br>Applied For<br><input type="checkbox"/> Not Applicable                                                                                                                                             |  |
| Country<br><b>Spain</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                   | Country<br><b>Spain</b>                                                                                                |                                                                                                                                                                 | 5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>                                                                                                                                          |  |
| 6. Name and Address of Current Registered Agent<br><b>CORPORATE CREATIONS NETWORK INC.</b><br><b>11380 PROSPERITY FARMS ROAD #221E</b><br><b>PALM BEACH GARDENS, FL 33410</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                                                   |                                                                                                                        |                                                                                                                                                                 | 7. Name and Address of New Registered Agent<br>Name<br><b>Alison Miller</b><br>Street Address (P.O. Box Number is Not Acceptable)<br><b>150 W. Flagler Street, Suite 2200</b><br>City<br><b>Miami</b> <b>FL</b> Zip Code<br><b>33130</b> |  |
| 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.<br>SIGNATURE <u><i>Alison Miller</i></u> <span style="float: right;">2-8-2008</span><br><small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating.) DATE</small>                                                                                                                                                        |                                                                                                                   |                                                                                                                        |                                                                                                                                                                 |                                                                                                                                                                                                                                          |  |
| <b>FILE NOW!!! FEE IS \$150.00</b><br><b>After May 1, 2008 Fee will be \$550.00</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                   | 9. Election Campaign Financing<br>Trust Fund Contribution. <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b> |                                                                                                                                                                 |                                                                                                                                                                                                                                          |  |
| 10. OFFICERS AND DIRECTORS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                   |                                                                                                                        | 11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11                                                                                                           |                                                                                                                                                                                                                                          |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | CEO<br>DOPICO, FRANCISCO F<br>CALLE VELAZQUEZ, 34, 3A, 28001<br>MADRID, SPAIN, <input type="checkbox"/> Delete    | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                         | CEO <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition<br>Lucia, Jose Maria<br>Calle Velazquez, 34, 28001<br>Madrid Spain             |                                                                                                                                                                                                                                          |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | CFO<br>HIGUERA, ROBERTO<br>CALLE VELAZQUEZ, 34, 3A, 28001<br>MADRID, SPAIN, <input type="checkbox"/> Delete       | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                         | <input type="checkbox"/> Change <input type="checkbox"/> Addition<br>Calle Velazquez, 34, 28001<br>Madrid, Spain                                                |                                                                                                                                                                                                                                          |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | GM<br>PRIETO, LUIS FERNANDO F<br>701 BRICKELL AVE., SUITE 2260<br>MIAMI, FL 33131 <input type="checkbox"/> Delete | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                         | GM <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition<br>Fontaneda, Luis Fernando<br>701 Brickell Ave., Suite 2260<br>Miami, FL 33131 |                                                                                                                                                                                                                                          |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | C<br>LUCIA, JOSE MARIA<br>CALLE VELAZQUEZ, 34, 3A, 28001<br>MADRID, SPAIN, <input type="checkbox"/> Delete        | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                         | C <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition<br>Gomez, Francisco<br>Calle Velazquez, 34, 28001<br>Madrid, Spain               |                                                                                                                                                                                                                                          |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | T<br>RIVERA, ANGEL<br>CALLE VELAZQUEZ, 34, 3A, 28001<br>MADRID, SPAIN, <input type="checkbox"/> Delete            | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                         | <input type="checkbox"/> Change <input type="checkbox"/> Addition<br>Calle Velazquez, 34, 28001<br>Madrid, Spain                                                |                                                                                                                                                                                                                                          |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | T<br>REY, ERNESTO<br>CALLE VELAZQUEZ, 34, 3A, 28001<br>MADRID, SPAIN, <input type="checkbox"/> Delete             | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                         | <input type="checkbox"/> Change <input type="checkbox"/> Addition<br>Calle Velazquez, 34, 28001<br>Madrid, Spain                                                |                                                                                                                                                                                                                                          |  |
| 12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered. |                                                                                                                   |                                                                                                                        |                                                                                                                                                                 |                                                                                                                                                                                                                                          |  |
| SIGNATURE: <u><i>Luis Fernando Fontaneda</i></u><br><small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                   | 2-8-08 786-425-1728<br><small>Daytime Phone #</small>                                                                  |                                                                                                                                                                 |                                                                                                                                                                                                                                          |  |

Luis Fernando Fontaneda, GM