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Stuart State Incorporated

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANACT BUSINESS IN THE STATE OF FLORIDA.

1. STUART STATE 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 REPUBLIC OF PANAMA 3. applied for (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 23 - 1982 5. Perpetual (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1/1/06 (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. EDIFICIO P.H. PLAZA 2000 CALLE 50 APARTADO 0816-01098, PANAMA REPUBLIC OF PANAMA (Principal office address) (Current mailing address)

8. Real estate Rdding (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: JANE E LAMBERSON

Office Address: SWORE LAMBERSON CHARBONNEAU, PA. 8955 FONTANA DEL SOL Way, Naples, Florida 34108-0124 (City) (Zip code)

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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.

Jane E. Lamberson (Registered agent's signature) JEL

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. DIRECTORS

Chairman: Luis ALbeeto Rodriguez
Address: P.H. Plaza 2000, 50th Street - Panama - Rep of PANAMA

Vice Chairman: _____
Address: _____

Director: OMAIRA Cordoba
Address: P.H. Plaza 2000, 50th St. PANAMA. Rep. of Panama

Director: CLAIRE Elizabeth Carmichael Wilson
Address: _____

B. OFFICERS

President: Luis ALbeeto Rodriguez
Address: P.H. Plaza 2000, 50th Str. Panama - Rep of Panama

Vice President: _____
Address: _____

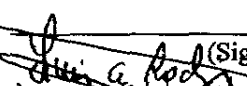
Secretary: OMAIRA Cordoba
Address: P.H. Plaza 2000, 50th Str. Panama - Rep of Panama

Treasurer: CLAIRE Elizabeth Carmichael Wilson
Address: _____

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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. Luis Alberto Rodriguez - Director Omaira Cordoba - Director
(Typed or printed name and capacity of person signing application)

L

REPUBLICA DE PANAMA
REGISTRO PUBLICO DE PANAMA

No.220959

PAG. 1
// ELQUI //

CERTIFICA

CON VISTA A LA SOLICITUD 06 - 6964

QUE LA SOCIEDAD :

STUART STAITE INCORPORATED

SE ENCUENTRA REGISTRADA EN LA FICHA: 100847 ROLLO: 9838 IMAGEN: 20

DESDE EL VEINTITRES DE NOVIEMBRE DE MIL NOVECIENTOS OCHENTA Y DOS ,

QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

QUE SUS DIRECTORES SON:

- 1) LUIS ALBERTO RODRIGUEZ
- 2) OMAIRA CORDOBA
- 3) CLAIRE ELIZABETH CARMICHAEL WILSON

QUE SUS DIGNATARIOS SON:

- PRESIDENTE : LUIS ALBERTO RODRIGUEZ
- TESORERO : CLAIRE ELIZABETH CARMICHAEL WILSON
- SECRETARIO : OMAIRA CORDOBA

QUE SU DURACION ES PERPETUA

EXPEDIDO Y FIRMADO EN LA PROVINCIA DE PANAMA , EL VEINTIUNO DE FEBRERO
DEL DOS MIL SEIS A LAS 05:52:20 P.M.

NOTA: ESTA CERTIFICACION PAGO DERECHOS
POR UN VALOR DE B/. 30.00
COMPROBANTE NO. 06 - 6964
NO. CERTIFICADO: S. ANONIMA - 746926
FECHA: Martes 21, febrero DE 2006

// ELQUI //



LOUIS CHEN
CERTIFICADOR

06 03 06
196
0044
5521
REPUBLICA DE PANAMA
TIMBRE NACIONAL
\$002.00
P.B. 0993

APOSTILLE

Convention de la Haye du 5 octobre 1961

1 País PANAMÁ

El presente documento público

2 ha sido firmado por Juan Carlos

3 quien actúa en calidad de notario

4 y está revestido del sello / timbre de 30

CERTIFICADO

5 en Panamá 6 el día - 6 MAR 2006

7 por DIRECCIÓN ADMINISTRATIVA

8 Bajo el número 3585

9 Sello/timbre 10 Firma

Inocencia Vásquez

Inocencia Vásquez



Esta Autenticación no
implica responsabilidad
en cuanto al contenido
del documento

TRANSLATION

THE GENERAL ADMINISTRATION OFFICE OF THE PUBLIC REGISTRY

PURSUANT TO PETITION 06 - 6964

That STUART STAITE INCORPORATED is recorded at Microjacket 100847, Roll 9838, Frame 20 as of November 23, 1982.

That the corporation is in good standing.

That its Directors are:

- 1) LUIS ALBERTO RODRIGUEZ
- 2) OMAIRA CORDOBA
- 3) CLAIRE ELIZABETH CARMICHAEL WILSON

That its Officers are:

PRESIDENT	LUIS ALBERTO RODRIGUEZ
TREASURER	CLAIRE ELIZABETH CARMICHAEL WILSON
SECRETARY	OMAIRA CORDOBA

That its duration is to be perpetual.

Issued and signed in the Province of Panama, on February 21, 2006, at 05:52:20 P.M.

Note: A stamp tax has been paid by this certification in the amount of B/.30.00; Receipt No.06-6964; Certificate No.: Corporation: 746926; Date: Twesday 02/21/2006 ELQUI.

(Sgd.) Illegible for Luis Chen,
Certifying Officer

(SEAL OF THE PUBLIC REGISTRY OFFICE - REPUBLIC OF PANAMA)

This is a translation of the original in Spanish. Panama, March 2006. Sofia M. Frías; Certified Public Translator, I.C. No.8-211-1946.-(SEAL).

Sofia M. Frías
SOFIA MARCELA FRÍAS
TRANSDUCTOR PÚBLICO AUTORIZADO
INGLES - ESPAÑOL
REG. P.R. D.F.L. 6 DE FEB DE 1988

155
0074
5520
REPUBLICA DE PANAMA
* TIMBRE NACIONAL *
=006.00
P.B. 0993

APOSTILLE

Convention de la Haye du 5 octobre 1961

1 País PANAMÁ

El presente documento público
2 ha sido firmado por [Signature]
3 quien actúa en calidad de [Signature]
4 y está revestido del sello / timbre de

CERTIFICADO

5 en Panamá _____ 6 el día - 6 MAR 2006

7 por DIRECCIÓN ADMINISTRATIVA

8 Bajo el número 3584

9 Sello/timbre 10 Firma

[Signature]
Inocencia Vásquez



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