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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CANO JIMENEZ CONCESIONES S.A., CORP.
(Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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	Amendment
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	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
X	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials	

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 SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. CANO JIMENEZ CONCESIONES S.A., 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. COLOMBIA
(State or country under the law of which it is incorporated)

3. 98-0507324
(FEI number, if applicable)

4. SEPTEMBER 25, 2000
(Date of incorporation)

5. 2050
(Duration: Year corp. will cease to exist or "perpetual")

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

7. 2121 PONCE DE LEON BLVD. SUITE 1050, CORAL GABLES, FL 33134
(Principal office address)

2121 PONCE DE LEON BLVD. SUITE 1050, CORAL GABLES, FL 33134
(Current mailing address)

8. REAL ESTATE INVESTMENTS
(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: CONSULTING SERVICES OF SOUTH FLORIDA INC.

Office Address: 2121 PONCE DE LEON BLVD. SUITE 1050

CORAL GABLES, Florida 33134
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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. DIRECTORS

Chairman: CANO HERNANDEZ, JOSE GABRIEL

Address: CARR. 14, NO. 94A-24, #206
BOGOTA, COLOMBIA

Vice Chairman: DURAN MELENDEZ, JAIME

Address: CARR. 14, NO. 94A-24, #206
BOGOTA, COLOMBIA

Director: PARRA VANEGAS, ALVARO

Address: CARR. 14, NO. 94A-24, #206
BOGOTA, COLOMBIA

Director: CANO HERNANDEZ, LIBIA M. DEL PILAR

Address: CARR. 14, NO. 94A-24, #206
BOGOTA, COLOMBIA

B. OFFICERS

President: ______

Address: ______

Vice President: ______

Address: ______

Secretary: ______

Address: ______

Treasurer: ______

Address: ______

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

13. José Gabriel Cano Hernandez
(Signature of Director or Officer listed in number 12 of the application)

14. José Gabriel Cano Hernandez
(Typed or printed name and capacity of person signing application)

CERTIFICADO DE EXISTENCIA Y REPRESENTACION LEGAL O INSCRIPCION DE DOCUMENTOS.
LA CAMARA DE COMERCIO DE BOGOTA, CON FUNDAMENTO EN LAS MATRICULAS E INSCRIPCIONES DEL REGISTRO MERCANTIL,

CERTIFICA :

NOMBRE : CANO JIMENEZ CONCESIONES S A
N.I.T. : 830076848-6
DOMICILIO : BOGOTA D.C.

CERTIFICA :

MATRICULA NO. 01041285

CERTIFICA :

CONSTITUCION : QUE POR ESCRITURA PUBLICA NO. 0003387 DE NOTARIA CINCUENTA Y UNO DE BOGOTA D.C. DEL 19 DE SEPTIEMBRE DE 2000 , INSCRITA EL 25 DE SEPTIEMBRE DE 2000 BAJO EL NUMERO 00746252 DEL LIBRO IX, SE CONSTITUYO LA SOCIEDAD COMERCIAL DENOMINADA: CANO JIMENEZ CONCESIONES S A

CERTIFICA :

QUE POR ESCRITURA PUBLICA NO 3387 DE LA NOTARIA 51 DE BOGOTA, D.C DEL 19 DE SEPTIEMBRE DE 2000 INSCRITA EL 25 DE SEPTIEMBRE DE 2000 BAJO EL NO 746252 DEL LIBRO IX, EN VIRTUD DE LA ESCISION DE LA SOCIEDAD CANO JIMENEZ ESTUDIOS Y CONSTRUCCIONES LTDA, SE CONSTITUYE LA SOCIEDAD DE LA REFERENCIA.

CERTIFICA :

VIGENCIA: QUE LA SOCIEDAD NO SE HALLA DISUELTA. DURACION HASTA EL 19 DE SEPTIEMBRE DE 2050 .

CERTIFICA :

OBJETO SOCIAL : EL OBJETO SOCIAL PRINCIPAL DE LA COMPAÑIA LO CONSTITUYE LA REALIZACION DE TODAS O ALGUNAS DE LAS SIGUIENTES ACTIVIDADES : 1) EL DISEÑO CONSTRUCCION O EJECUCION DE CUALQUIER CLASE DE OBRAS DE INGENIERIA Y ARQUITECTURA. 2) LA ELABORACION O REALIZACION DE TODO TIPO DE ESTUDIOS Y PROYECTOS DE INGENIERIA Y ARQUITECTURA. 3) LA INTERVENTORIA LA CONSULTORIA Y EL CONTROL DE CALIDAD EN TODA CLASE DE OBRAS O ESTUDIOS DE INGENIERIA Y ARQUITECTURA. 4) LA PRESTACION DE ASESORIAS TECNICAS, ECONOMICAS O FINANCIERAS EN OBRAS ESTUDIOS O CUALQUIER CLASE DE TRABAJOS RELACIONADOS CON LA INGENIERIA Y LA ARQUITECTURA . 5) LA REPRESENTACION DE FIRMAS NACIONALES Y EXTRANJERAS DEDICADAS A OBRAS, ESTUDIOS O ASESORIAS DE INGENIERIA O ARQUITECTURA O A LA FABRICACION DE EQUIPOS Y MATERIALES PARA OBRAS DE INGENIERIA O ARQUITECTURA. 6) LA ADQUISICION VENTA COMERCIALIZACION , ARRENDAMIENTO O MANTENIMIENTO DE EQUIPOS O MATERIALES PARA OBRAS DE INGENIERIA O ARQUITECTURA. 7) LA PARTICIPACION COMO SOCIA O ACCIONISTA EN TODO TIPO DE SOCIEDADES CIVILES O MERCANTILES. 8) LA CREACION Y/ O ADMINISTRACION DE EMPRESAS UNIPERSONALES CUALESQUIERA SEA LA ACTIVIDAD MERCANTIL A LA QUE LAS MISMAS SE DEDIQUEN. EN DESARROLLO DE DICHO OBJETO PRINCIPAL

LA SOCIEDAD PODRA CELEBRAR, EJECUTAR Y REALIZAR TODAS LAS ACTIVIDADES, OPERACIONES Y NEGOCIOS COMERCIALES Y/ O FINANCIEROS RELACIONADOS CON CUALQUIERA DE LAS ACTIVIDADES DESCRITAS BIEN EN SU PROPIO NOMBRE O POR CUANTA DE TERCEROS O EN PARTICIPACION CON ELLOS , TALES COMO : A) PARTICIPAR EN TODO TIPO DE LICITACIONES PUBLICAS O PRIVADAS O CONCURSOS ABIERTOS O CERRADOS. BIEN SEA INDIVIDUAL O CONJUNTAMENTE CON OTRAS PERSONAS JURIDICAS O NATURALES, PUDIENDO CONFORMAR CONSORCIOS O UNIONES TEMPORALES. B) CELEBRAR TODOS LOS CONTRATOS ESTATALES O PRIVADOS QUE SEAN NECESARIOS C) ADQUIRIR, ENAJENAR O ADMINISTRAR TODA CLASE DE BIENES MUEBLES O INMUEBLES ASI COMO DARLOS EN PRENDA O HIPOTECARLOS. B) ADQUIRIR, ENAJENAR O ADMINISTRAR TODA CLASE DE TITULOS VALORES O DE INSTRUMENTOS O DOCUMENTOS DE CREDITO. C) CELEBRA OPERACIONES DE CREDITO DE CUALQUIER CLASE, BIEN SEA COMO DEUDORA O ACREEDORA, OTORGANDO O RECIBIENDO LAS GARANTIAS A QUE HAYA LUGAR. D) CELEBRAR CONTRATOS DE MUTUO, CON O SIN INTERES. F) INTERVENIR DE FORMA PERMANENTE O TRANSITORIA EN TITULOS DE CUALQUIER NATURALEZA. G) CELEBRAR CONTRATOS DE CUENTA CORRIENTE, GIRAR, ENDOSAR, PROTESTAR Y ACEPTAR TITULOS VALORES Y REALIZAR TODA CLASE DE OPERACIONES CON ENTIDADES FINANCIERAS NACIONALES O EXTRANJERAS. H) REALIZAR, CELEBRAR EJECUTAR, DESARROLLAR Y LLEVAR A TERMINO TODA CLASE DE ACTOS Y CONTRATOS DE CARACTER ADMINISTRATIVO, CIVIL O COMERCIAL PREVISTOS O PERMITIDOS EN LAS LEYES, REGLAMENTOS O ESTATUTOS, TENDIENTES AL CUMPLIMIENTO O REALIZACION DE SU OBJETO SOCIAL ,. EN FIN LA SOCIEDAD PODRA REALIZAR TODOS LOS ACTOS RELACIONADOS CON SUS OBJETO SOCIAL, ASI COMO TODOS AQUELLOS QUE TENGAN COMO FINALIDAD EJERCER LOS DERECHOS O CUMPLIR LAS OBLIGACIONES, LEGAL O CONVENCIONALMENTE DERIVADOS DE LA EXISTENCIA Y ACTIVIDAD DE LA SOCIEDAD.

CERTIFICA :

CAPITAL:

** CAPITAL AUTORIZADO **

VALOR :$230,000,000.00
NO. DE ACCIONES:230,000.00
VALOR NOMINAL :$1,000.00

** CAPITAL SUSCRITO **

VALOR :$115,000,000.00
NO. DE ACCIONES:115,000.00
VALOR NOMINAL :$1,000.00

** CAPITAL PAGADO **

VALOR :$115,000,000.00
NO. DE ACCIONES:115,000.00
VALOR NOMINAL :$1,000.00

CERTIFICA :

** JUNTA DIRECTIVA: PRINCIPAL(ES) **

QUE POR ESCRITURA PUBLICA NO. 0003387 DE NOTARIA CINCUENTA Y UNO DE BOGOTA D.C. DEL 19 DE SEPTIEMBRE DE 2000 , INSCRITA EL 25 DE SEPTIEMBRE DE 2000 BAJO EL NUMERO 00746252 DEL LIBRO IX , FUE(RON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
PRIMER RENGLON	
CANO HERNANDEZ JOSE GABRIEL	C.C.00019217706
SEGUNDO RENGLON	
DURAN MELENDEZ JAIME	C.C.00000438428
TERCER RENGLON	
PARRA VANEGAS ALVARO	C.C.00017117949

** JUNTA DIRECTIVA: SUPLENTE(S) **

* *

QUE POR ESCRITURA PUBLICA NO. 0003387 DE NOTARIA CINCUENTA Y UNO DE BOGOTA D.C. DEL 19 DE SEPTIEMBRE DE 2000 , INSCRITA EL 25 DE SEPTIEMBRE DE 2000 BAJO EL NUMERO 00746252 DEL LIBRO IX , FUE(RON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
PRIMER RENGLON	
CANO HERNANDEZ LIBIA MARIA DEL PILAR	C.C.00041773581
SEGUNDO RENGLON	
JIMENEZ RODRIGUEZ CLARA INES	C.C.00035463132
TERCER RENGLON	
CANO JIMENEZ ANDREA	C.C.00052387730

CERTIFICA :

REPRESENTANTE LEGAL : EL GERENTE SERA EL REPRESENTANTE LEGAL DE LA SOCIEDAD EL GERENTE SERA REEMPLAZADO EN SUS FALTAS ABSOLUTAS TEMPORALES O ACCIDENTALES O EN CASOS DE INCOMPATIBILIDAD O INHABILIDAD, POR EL SUBGERENTE.

CERTIFICA :

** NOMBRAMIENTOS : **

QUE POR ESCRITURA PUBLICA NO. 0003387 DE NOTARIA CINCUENTA Y UNO DE BOGOTA D.C. DEL 19 DE SEPTIEMBRE DE 2000 , INSCRITA EL 25 DE SEPTIEMBRE DE 2000 BAJO EL NUMERO 00746252 DEL LIBRO IX , FUE(RON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
GERENTE	
CANO HERNANDEZ JOSE GABRIEL	C.C.00019217706
SUBGERENTE	
CANO HERNANDEZ LIBIA MARIA DEL PILAR	C.C.00041773581

CERTIFICA :

FACULTADES DEL REPRESENTANTE LEGAL : SON FUNCIONES DEL GERENTE. 1) REPRESENTAR A LA SOCIEDAD JUDICIAL Y EXTRAJUDICIALMENTE. 2) DESIGNAR A LOS FUNCIONARIOS O EMPLEADOS DE LA COMPAÑIA, CUYO NOMBRAMIENTO NO CORRESPONDA A LA ASAMBLEA DE ACCIONISTAS Y FIJARLES SU REMUNERACION. 3) PRESENTAR ANUALMENTE A LA JUNTA DIRECTIVA, LOS ESTADOS FINANCIEROS DE PROPOSITO GENERAL DE FIN DE EJERCICIO QUE SE VAYAN A SOMETER A CONSIDERACION DE LA ASAMBLEA, JUNTO CON SUS NOTAS, EL INFORME DE GESTION Y UN PROYECTO DE DISTRIBUCION DE UTILIDADES REPARTIBLES. 4) CONVOCAR A LA ASAMBLEA GENERAL DE ACCIONISTAS A SESIONES ORDINARIAS, EN LA OPORTUNIDAD PREVISTA EN LOS ESTATUTOS Y A SESIONES EXTRAORDINARIAS CUANDO LO JUZGUE CONVENIENTE O CUANDO SE LO SOLICITE UNO O MAS ACCIONISTAS, EN LOS TERMINOS DE ESTOS ESTATUTOS. 5) CELEBRAR TODO ACTO O CONTRATO QUE REQUIERA LA SOCIEDAD PARA EL DESARROLLO DE SU ACTIVIDAD SOCIAL. 6) MANTENER A LA JUNTA DIRECTIVA PERMANENTE Y DETALLADAMENTE ENTERADA DE LA MARCHA DE LOS NEGOCIOS SOCIALES Y SUMINISTRARLE TODOS LOS DATOS E INFORMES QUE LE SOLICITE. 7) OTORGAR LOS PODERES NECESARIOS

PARA LA INMEDIATA DEFENSA DE LOS INTERESES DE LA SOCIEDAD. 8). APREMIAR A LOS EMPLEADOS Y FUNCIONARIOS DE LA SOCIEDAD PARA QUE CUMPLAN OPORTUNAMENTE CON LOS DEBERES DE SUS CARGOS Y VIGILAR CONTINUAMENTE LA MARCHA DE LA EMPRESA SOCIAL. 9) CUMPLIR LAS DECISIONES DE LA ASAMBLEA GENERAL DE ACCIONISTAS DE LA JUNTA DIRECTIVA Y DE LOS COMITES QUE ESTA DESIGNE. 10) EJERCER TODAS LAS FUNCIONES FACULTADES O ATRIBUCIONES SEÑALADAS EN LA LEY O LOS ESTATUTOS O LAS QUE LE FIJE LA ASAMBLEA O JUNTA DIRECTIVA Y LAS DEMAS QUE LE CORRESPONDAN POR LA NATURALEZA DE SU CARGO.

CERTIFICA :

** REVISOR FISCAL: **

QUE POR ESCRITURA PUBLICA NO. 0003387 DE NOTARIA CINCUENTA Y UNO DE BOGOTA D.C. DEL 19 DE SEPTIEMBRE DE 2000 , INSCRITA EL 25 DE SEPTIEMBRE DE 2000 BAJO EL NUMERO 00746252 DEL LIBRO IX , FUE(RON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
REVISOR FISCAL	
FRANCO GARAVITO CONSUELO	C.C.00051664397

QUE POR ACTA NO. 0001-04 DE ASAMBLEA DE ACCIONISTAS DEL 29 DE MARZO DE 2004 , INSCRITA EL 8 DE JULIO DE 2005 BAJO EL NUMERO 00999984 DEL LIBRO IX , FUE(RON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
REVISOR FISCAL SUPLENTE	
ACOSTA ALVAREZ GUILLERMO	C.C.00079305383

CERTIFICA :

DIRECCION DE NOTIFICACION JUDICIAL : CR 14 NO. 94A-24 OF 206
MUNICIPIO : BOGOTA D.C.
DIRECCION COMERCIAL : CR 14 NO. 94A-24 OF 206
MUNICIPIO : BOGOTA D.C.

CERTIFICA :

DE CONFORMIDAD CON LO ESTABLECIDO POR LA LEY 962 DE 2005, LOS ACTOS DE REGISTRO AQUI CERTIFICADOS QUEDAN EN FIRME CINCO (5) DIAS HABILES DESPUES DE LA FECHA DE INSCRIPCION, SIEMPRE QUE NO SEAN OBJETO DE RECURSOS EN LA VIA GUBERNATIVA.

EL SECRETARIO DE LA CAMARA DE COMERCIO,

** CERTIFICADO SIN COSTO PARA EL AFILIADO **

SUPERINTENDENCIA DE INDUSTRIA Y COMERCIO

DE CONFORMIDAD CON EL DECRETO 2150 DE 1995 Y LA AUTORIZACION IMPARTIDA POR LA SUPERINTENDENCIA DE INDUSTRIA Y COMERCIO, MEDIANTE EL OFICIO DEL 18 DE NOVIEMBRE DE 1996, LA FIRMA MECANICA QUE APARECE A CONTINUACION TIENE PLENA VALIDEZ PARA TODOS LOS EFECTOS LEGALES.

EL SECRETARIO GENERAL

CERTIFICA

Que la firma estampada en este documento coincide con la registrada en este despacho, correspondiente a: MARIA EUGENIA SANCHEZ FERRE

25 OCT 2006

CLAUDIA RIZO ILLERA

BOGOTA D.C. NOVEMBER 01, 2006

OFFICIAL TRANSLATION OF A CHAMBER OF COMMERCE CERTIFICATE
(VERIFIQUE ANTES DE PROCEDER. CHECK BEFORE PROCEEDING)

CHAMBER OF COMMERCE OF BOGOTA

NORTH OFFICE

OCTOBER 24, 2006 TIME: 08:22:27
02C03102400905PFG0708 PAGE 1.

CERTIFICATE OF EXISTENCE AND LEGAL REPRESENTATION OR REGISTRY OF DOCUMENTS.

THE CHAMBER OF COMMERCE OF BOGOTA, ACCORDING TO THE REGISTRIES AND INSCRIPTIONS IN THE MERCANTILE REGISTRAR,

CERTIFIES:

NAME : **CANO JIMENEZ CONCESIONES S.A.**
TAX ID NR : 830076848-6
DOMICILE : BOGOTA D.C.

CERTIFIES:

REGISTRY NR 01041285

CERTIFIES

INCORPORATION: THAT THROUGH PUBLIC DEED 003387, NOTARY PUBLIC FIFTY OE OF BOGOTA D.C. DATED ON SEPTEMBER 19, 2000, REGISTERED ON SEPTEMBER 25, 2000, UNDER NUMBER 00746252, BOOK IX, IT WAS INCORPORATED THE COMMERCIAL SOCIETY NAMED: **CANO JIMENEZ CONCESIONES S.A.**

CERTIFIES

TRADUCTOR E INTERPRETE OFICIAL
RESOLUCION 488/94
MINJUSTICIA
FIDEL ANTONIO MURCIA MURCIA

THAT THROUGH PUBLIC DEED 003387, NOTARY PUBLIC FIFTY OE OF BOGOTA D.C. DATED ON SEPTEMBER 19, 2000, REGISTERED ON SEPTEMBER 25, 2000, UNDER NUMBER 00746252, BOOK IX, BY VIRTUE OF DECISION OF CANO JIMENEZ SURVEYS AND CONSTRUCTIONS LTD. IT WAS INCORPORATED THE ABOVE MENTIONED SOCIETY.

CERTIFIES

TERM: THAT THE SOCIETY IS NOT DISSOLVED. DURATION THROUGH SEPTEMBER 19, 2050.

CERTIFIES

SOCIAL OBJECT: THE MAIN SOCIAL OBJECT OF THE COMPANY IS REALIZATION OF ALL OR SOME OF THE FOLLOWING ACTIVITIES: 1) DESIGN, CONSTRUCTION OR EXECUTION OF ANY KIND OF ENGINEERING AND ARCHITECURE WORKS. 2) PREPARATION OR RALIZATION OF ALL KINDS OF SURVEYS AND ENGINEERING AND ARCHITECTURE PROJECTS. 3) AUDITING AND CONSULTING, AND QUALITY CONTROL IN ALL KINDS OF WORKS OR ENGINEERING AND ARCHITECTURE SURVEYS. 4) PROVISION OF TECHNICAL ADVISE, ECONOMIC OR FINANCIAL IN WORKS, SURVEYS OR ANY KIND OF WORKS RELATED TO ENGINEERING AND ARCHITECTURE. 5) REPRESENTATION OF EITHER DOMESTIC OR FOREIGN FIRMS DEDICATED TO WORKS, SURVEYS, OR ADVISE IN ENGINEERING OR ARCHITECTURE, OR MANURACTURE OF EQUIPMENT AND MATERIALS FRO ENGINEERING OR ARCHITECTURE CONSTRUCTIONS. 6) ACQUISTION, SALE AND COMMERCIALIZATION, LEASE, OR MAINTENANCE OF REQUIPMENT OR MATERIALS FOR ENGINEERING OR ARCHITECTURE CONSTRUCTIONS. 7). PARTICIPATION AS AN ASSOCIATE OR SHAREHOLDER IN ALL KINDS OF CIVIL OER MERCANTILE SOCIETIES. 8) CREATION AND/OR ADMINISTRATION OF UNI-PERSONAL COMPANIES WHATEVER MERCANTILE ACTIVITY THEY PERFORM. IN PERFORMING SUCH SOCIAL MAIN OBJECT THE SOCIETY MAY ENTER INTO, EXECUTE, AND REALIZE ALL KINDS OF ACTIVITIES, OPERATIONS AND COMMERCIAL OR FINANCAIL BUSINESS RELATED TO ANY ACTIVITY DESCRIBE ABOVE, EITHER ON ITS OWN BEHALF OR ON THE ACCOUNT OF THIRD

TRADUCTOR E INTERPRETE OFICIAL
RESOLUCION 488/94
MINJUSTICIA
FIDEL ANTONIO MURCIA MURCIA

PARTIES, OR IN PARTICIPATION WITH THEM, SUCH AS: PARTICIPATION IN ALL KINDS OF PUBLIC OR PRIVATE BIDDINGS, OR OPEN OR CLOSED COMPETITIONS, EITHER INDIVIDUALLY OR JOINTLY WITH OTHER JURIDICAL OR NATURAL PERSONS, BEING POSSIBLE TO ESTABLISH CORSORTIUMS OR TEMPORAL PARTMERSHIPS. B) ENTER INTO ALL STATE OR PRIVATE CONTRACTS AS NECESSARY C) ACQUIRE, ALIENATE OR MANAGE OR KINDS OF MOVABLE OR IMMOVABLE PROPERTIES, AS WELL AS GIVING THEM IN COLLATERAL, OR MORTGAGE THEM. B) ACQUIRE, ALIENATE OR MANAGE ALL KINDS OF SECURITIES OR INSTRUMENTS, OR CREDIT DOCUMENTS. C) SUBSCRIBE CREDIT OPERATIONS OF ANY KIND, EITHER AS DEBTOR OR CREDITOR, GRANTING OR RECEIVING RELATED GUARANTEES. D) ENTER INTO CONTRACTS OF MUTUAL, EITHER WITH OR WITHOUT INTERESTS. F) PARTICIPATE EITHER PERMANENTLY OR TRANSITORILY IN SECURITIES OF ANY KIND. G) SUBSCRIBE CONTRACTS OF CURRENT ACCOUNT, DRAW, ENDORSE, PROTEST AND ACCEPT SECURITIES, AND REALIZE ALL KINDS OF OPERATIONS WITH DOMESTIC OR FOREIGN FINANCIAL ENTITIES. H). REALIZE, SUBSCRIBE, EXECUTE, DEVELOP AND COMPLETE ALL KINDS OF ACTS AND CONTRACTS, EITHER ADMINISTRATIVE, CIVIL OR COMMERCIAL PROVIDED FOR OR ALOWED THROUGH LAWS, REGULATIOS, OR ARTICLES TO PERFORM ITS SOCIAL OBJECT; IN GENERAL, THE SOCIETY MAY REALIZE ALL ACTIONS RELATED TO ITS SOCIAL OBJECT, AS WELL AS ALL OF THOSE WHICH OBJECT IS TO EXERCISE RIGHTS OF COMPLY WITH OBLIGATIONS, LEGAL, OR CONVENTIONALLY DERIVED FROM EXISTENCE AND ACTIVITIES OF THE SOCIETY.

CERTIFIES

*** AUTHORIZED CAPIAL ***

CAPITAL	
AMOUNT	$230.000.000.00
NR OF SHARES	230.000.00
NOMINAL VALUE	$1.000.00

TRADUCTOR E INTERPRETE OFICIAL
RESOLUCION 488/94
MINJUSTICIA
FIDEL ANTONIO MURCIA MURCIA

*** SUBSCRIBED CAPITAL***

AMOUNT	$115.000.000.00
NR OF SHARES	115.000.00
NOMINAL VALUE	$1.000.00

*** PAID CAPITAL***

AMOUNT	$115.000.000.00
NR OF SHARES	115.000.00
NOMINAL VALUE	$1.000.00

CERTIFIES

BOARD OF DIRECTORS: PRINCIPAL(S)

THAT THROUGH PUBLIC DEED NR 003387 NOTARY 51, OF BOGOTA D.C., DATED ON SEPTEMBER 19, 2000, REGISTERED ON SEPTEMBER 25, 2000, UNDER NUMBER 00746252 BOOK IX, THE FOLLOWING APOINTMENTS WERE MADE:

NAME	IDENTIFICATION
FIRST LINE	
CANO HERNANDEZ JOSE GABRIEL	CC. 00019217706
SECOND LINE	
DURAN MELENDEZ JAIME	CC 000438428
THIRD LINE	
PARRA VANEGAS ALVARO	CC 00017117949

** BOARD OF DIRECTORS: ALTERNATE(S)**

THAT THROUGH PUBLIC DEED NR 003387 NOTARY 51, OF BOGOTA D.C., DATED ON SEPTEMBER 19, 2000, REGISTERED ON SEPTEMBER 25, 2000, UNDER NUMBER 00746252 BOOK IX, THE FOLLOWING APOINTMENTS WERE MADE:

NAME	IDENTIFICATION
FIRST LINE	

TRADUCTOR E INTERPRETE OFICIAL RESOLUCION 488/94 MINJUSTICIA FIDEL ANTONIO MURCIA MURCIA

CANO HERNANDEZ LIBIA MARIA DEL PILAR	CC 0041773581
SECOND LINE	
JIMENEZ RODRIGUEZ CLARA INES	CC 0035463132
THIRD LINE	
CANO JIMENEZ ANDREA	CC 00052387730

CERTIFIES

LEGAL REPRESENTATIVE: THE MANAGER WILL BE THE LEGAL REPRESENTATIVE OF THE SOCIETY; THE MANAGER WILL BE REPLACE IN HIS ABSOLUTE OR TEMPORAL OR ACCIENTAL ABSENCES, OR IN CASES OF INCOMPATIBILY OR INCAPACITY, BY TEH DEPUTY MANAGER.

CERTIFIES

*** APPOINTMENTS ***

THAT THROUGH PUBLIC DEED NR 003387 NOTARY 51, OF BOGOTA D.C., DATED ON SEPTEMBER 19, 2000, REGISTERED ON SEPTEMBER 25, 2000, UNDER NUMBER 00746252 BOOK IX, THE FOLLOWING APOINTMENTS WERE MADE:

NAME	IDENTIFICATION
MANAGER	
CANO HERNANDEZ JOSE GABRIEL	CC 0019217706
DEPUTY MANAGER	
CANO HERNANDEZ LIBIA MARIA DEL PILAR	CC 0041773581

CERTIFIES:

POWERS OF THE LEGAL REPRESENTATIVE: 1) REPRESENT THE SOCIETY BOTH IN COURT AND OUT OF COURT. 2) APOINT OFFICIALS OR EMPLOYEES OF THE COMPANY, WHOSE APPOINTMENT DOES NOT CORRESPOND TO THE ASSEMBKLY OF SHAREHOLDERS, AND SET FORTH THEIR REMUNERATION. 3) PRESENT ON ANNUAL BASIS EFORE TO BOARD OF DIRECTORS THE FINANCIAL

TRADUCTOR E INTERPRETE OFICIAL
RESOLUCION 488/94
MINJUSTICIA
FIDEL ANTONIO MURCIA MURCIA

STATEMENTS OF GENERAL PURPOSE, END OF EXERCISE TO BE SUBMITTED TO CONSIDERATION OF THE ASSEMBLY, TOGETHER WITH THEIR NOTES THE REPORT OF MANAGEMENT AND A PROJECT FOR DISTRIBUTION OF DIVIDENDS. 4) CONVOKE THE GENERAL ASSEMBLY OF SHAREHOLDERS TO ORDINARY SESSIONS, AS PROVIDED BY THE ARTICLES, AND FOR EXSTRAORDINARY SESSIONS WHEN DEEMED CONVENIENT, OR WHEN REQUIRED BY ONE OR MORE SHAREHOLDERS, UNDER PROVISIONS OF THESE ARTICLES. 5) ENTER INTO ALL ACT OR CONTRACTS REQUIRED BY THE SOCIETY TO PERFORM ITS SOCIAL ACTIVITY. 6) KEEP ON PERMANENTLY AND DETAILED BASIS THE BOARD OF DIRECTORS ON THE OPERATION OF THE SOCIAL BUSINESS AND PROVIDE ALL DATA AND REPORT AS REQUIRED. 7) GRANT THE NECESSARY POWERS OF ATTORNEY FOR IMMEDIATE DEFENSE OF TNE INTERESTS OF THE SOCIETY. 8) REQUIRE EMPLOYEES AND OFFICIALES OF THE SOCIETY TO COMPLY WITH THEIR DUTIES, AND ENSURE CONTINOUS OPERATION OF THE SOCIAL COMPANY. 9) ENFORCE THE DECISIONS MADE BY THE GENERAL ASSEMBLY OF SHAREHOLDERS, OF THE BOARD OF DIRECTORS, AND COMMITTEES SO DESIGNED. 10) EXERCISE ALL FUNCTIONS, POWERS, AND AUTHORITIES ESTABLISHED THROUGH THE LAW OR ARTICLES, OR THOSE SET FORTH BY THE ASSEMBLY OR THE BOARD OF DIRECTORS, AND THE OTHER DUTIES CORRESPONDING TO HIS TITLE.

CERTIFIES

** FISCAL AUDITOR**

THAT THROUGH PUBLIC DEED NR 003387 NOTARY 51, OF BOGOTA D.C., DATED ON SEPTEMBER 19, 2000, REGISTERED ON SEPTEMBER 25, 2000, UNDER NUMBER 00746252 BOOK IX, THE FOLLOWING APOINTMENTS WERE MADE:

NAME	IDENTIFICATION
FISCAL AUDITOR	
FRANCO GARAVITO CONSUELO	CC. 00051664397

THAT THROUGH ACT NR 0001-04, OF THE ASSEMBLY OF SHAREHOLDERS DATED ON MARCH 29, 2004, REGISTERED ON JULY 08, 2005, UNDER NUMBER 00999984, BOOK IX, THE FOLLOWING APOINTMENTS WERE MADE:

ALTERNATE FISCAL AUDITOR	IDENTIFICATION
ACOSTA ALVAREZ GUILLERMO	CC. 00079305383

CERTIFIES:

ADDRESS FOR LEGAL NOTICE: CR 14 NR. 94 A-24 OF 206
MUNICIPALITY: BOGOTA D.C.
COMMERCIAL ADDRESS CR 14 NR. 94 A-24 OF 206
MUNICIPALITY: BOGOTA D.C.

CERTIFIES

UNDER PROVISIONS OF LAW 962, 2005, THE ACTS OF REGISTRY CERTIFIED HEREBY ENTER INTO EFFECT FIVE (5) WORK DAYS AFTER PUBLICATION IN THE BULLETIN OF REGISTRY OF THE CORRESPONDING REGISTRY, AS FAR AS THEY ARE NOT OBJECT OF RESOURCES THROUGH GOVERNMENT MEANS.

THE SECRETARY OF THE CHAMBER OF COMMERCE

** CERTIFICATE AT NO COST FOR THE AFFILIATE.
ACCORDING TO DECREE 2150, 1995, AND THE AUTHORIZATION BY THE SUPERITENDENCY OF INDUSTRY AND COMMERCE, THROUGH LETTER DATED ON NOVEMBER 18, 1996, THE MECHANICAL SIGNATURE APPEARING AS FOLLOWS HAS TOTAL VALIDITY FOR ALL LEGAL PURPOSES.

(THERE IS A SIGNATURE)

SUPERINTENDENCE OF INDUSTRY AND COMMERCE

FIDEL ANTONIO MURCIA MURCIA TRADUCTOR E INTERPRETE OFICIAL RESOLUCION 488/94 MINJUSTICIA

THE GENERAL SECRETARY, CERTIFIES THAT THE SIGNATURE AFFIXED ON THIS DOCUMENT COINCIDES WITH THE ONE REGISTERED AT THIS OFFICE, CORRESPONDING TO MARIA EUGENIA SANCHEZ-FERRE.

OCTOBER 25, 2006.

(THERE IS A SIGNATURE)

CLAUDIA RIZO ILLERA

NOTE OF TRANSLATION: THE TRANSLATED DOCUMENT WAS DULY LEGALIZED BY THE COLOMBIAN MINISTRY OF FOREIGN AFFAIRS IN BOGOTA UNDER APOSTILLE NUMBER **AR157051**, DATED ON **OCTOBER 31, 2006**, STAPPLED THERETO.

CERTIFICATE OF AUTHENTICITY: The undersigned Sworn Official Translator and interpreter, duly registered before the Colombian Ministry of foreign Affairs, hereby certifies that this is an authentic, true and accurate translation into English Language, of the document in Spanish, **enclosed hereto** for verification purposes.

CERTIFICADO DE AUTENTICIDAD: El suscrito Traductor e Interprete Oficial juramentado, debidamente registrado ante el Ministerio de Relaciones Exteriores de Colombia, con el presente certifica que esta es una traducción auténtica, verdadera, y precisa al Idioma Inglés, del documento en Español, **anexo para verificación.**

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FIDEL ANTONIO MURCIA MURCIA
Official Translator and Interpreter
Resolution No. 488/94 Ministry of Justice

Fidel Murcia