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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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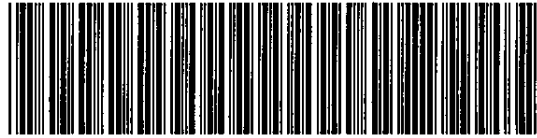
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch DEC 18 2006

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Plantas y Flores Ornamentales, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Fernando Torres

(Name of Person)

FERNANDO TORRES CHB

(Firm/Company)

PO BOX 523835

(Address)

MIAMI, FL 33152-3835

(City/State and Zip code)

For further information concerning this matter, please call:

Fernando Torres

(Name of Person)

at (305) 219-2476

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☒ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1. **Plantas y Flores Ornamentales Inc**

(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. **Costa Rica**

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

3. _____

(FEI number, if applicable)

4. **05/14/1984**

(Date of incorporation)

5. **Perpetual**

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

6. **01/01/2007**

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

7. **Apartamentos La California, 1314-2100 San Pedro, Costa Rica**

(Principal office address)

(Current mailing address)

8. **Act as the importer of record for US Customs purposes**

(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: **Fernando A Torres**

Office Address: **2533A NW 72 Ave**

Miami

(City)

, Florida **33122**

(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:

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A. DIRECTORS

Chairman: Cecil Alfaro

Address: Apartamentos La California, 1314-2100 San Pedro, Costa Rica

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TALLAHASSEE, FLORIDA

Vice Chairman: German Cespedes

Address: Apartamentos La California, 1314-2100 San Pedro, Costa Rica

Director: Jorge Sauma

Address: Apartamentos La California, 1314-2100 San Pedro, Costa Rica

Director: David Espinoza

Address: Apartamentos La California, 1314-2100 San Pedro, Costa Rica

B. OFFICERS

President: Cecil Alfaro

Address: Apartamentos La California, 1314-2100 San Pedro, Costa Rica

Vice President: German Cespedes

Address: Apartamentos La California, 1314-2100 San Pedro, Costa Rica

Secretary: Alexandra Hein

Address: Apartamentos La California, 1314-2100 San Pedro, Costa Rica

Treasurer: Mainor Chavez

Address: Apartamentos La California, 1314-2100 San Pedro, Costa Rica

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. German Cespedes, Vice Chairman

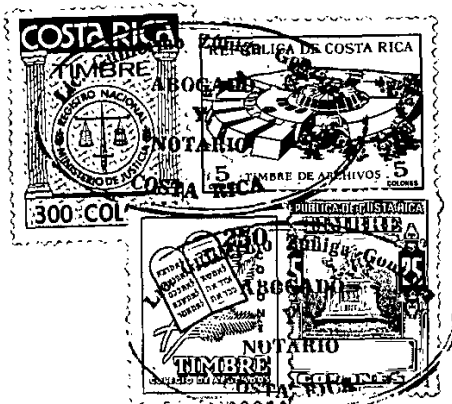
(Typed or printed name and capacity of person signing application)


GUILLERMO EMILIO ZUÑIGA GONZALEZ

NOTARIO PUBLICO DE SAN JOSE

CERTIFIES: With sight of the Commercial Section of the Public Registry, book FOUR HUNDRED ONE, page ONE HUNDRED TWO, entry EIGHTY NINE, a) that the company of this domicile denominated PLANTAS Y FLORES ORNAMENTALES CABH, SOCIEDAD ANONIMA, corporate identification card number three-one hundred one-zero sixty nine thousand six hundred seventy four, with legal address in Dulce Nombre of Tres Rios of Cartago, in front of the Public School, is duly registered, existing and in good standing; b) that Cecil Eduardo Alfaro Bravo, adult, married once, entrepreneur, resident of San José, bearer of the identification card number one-six eight seven-five two one, is the President; and German Céspedes Herrera, adult, single, CFO, resident of San José, bearer of the identification card number one-eight seven nine-zero five six, is the Secretary, both members of the Board of Directors; c) that they have the representation of the Company, acting together or separately, with powers of Universal Agents without limit of sum, according to what is indicated in article one thousand two hundred and fifty three of the Civil Code, and also those of substituting their power entirely or partially, revoking substitutions and making others again without losing their original powers, except the case of selling assets of the Company or acquiring debts on behalf of the Company for amounts over the eighty thousand US dollars. The entries have been certified accordingly. The omitted does not modify, alter, condition, restrict or demerit the transcription.....

IN CONFORMITY, I issue the present certificate number nine hundred eighty seven-two thousand six, upon the request of German Céspedes Herrera, in the City of San Jose, at fourteen hours of this seventh day of December, two thousand six. The legal stamps are added and cancelled.




Lic. Guillermo Zuñiga González
ABOGADO
Y
NOTARIO
COSTA RICA



8874-7343911