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

1. Inversiones Fer-Mach, 2002, C.A., INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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TALLAHASSEE, FLORIDA

Examiner's Initials

**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. INVERSIONES FER-MACH, 2002, C.A., 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. VENEZUELA

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

3. N - A

(FEI number, if applicable)

4. JANUARY 30, 2002

(Date of incorporation)

5. PERPETUAL

(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. 1111 Brickell Ave. Suite 1375, Miami, FL 33131

(Principal office address)

1111 Brickell Ave. Suite 1375, Miami, FL 33131

(Current mailing address)

8. 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

(City)

Florida 33134

(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: **ENRIQUE FERNANDEZ ARIAS**

Address: **1111 Brickell Ave. Suite 1375**

Miami, FL 33131

Director: **JAIME MACHADO CAPOTE**

Address: **1111 Brickell Ave. Suite 1375**

Miami, FL 33131

B. OFFICERS

President: **ENRIQUE FERNANDEZ ARIAS**

Address: **1111 Brickell Ave. Suite 1375**

Miami, FL 33131

Vice President: _____

Address: _____

Secretary: _____

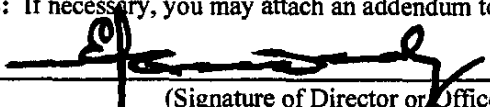
Address: _____

Treasurer: _____

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. **Enrique Fernandez Arias**

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

I, Anaceli Giménez C., Certified Public Translator of the Republic of Venezuela as per Degree duly published in the Official Gazette Nr. 32.586, dated October 22, 1982; registered with the Main Public Registry Office of the Federal District on September 9, 1982, under Nr. 555, page 317, Volume 3 of the Sole Main Register and with the First Civil Court of Common Pleas of the Judicial Circuit of the Federal District and Miranda State, under Nr. 59, page 41, letter "G", CERTIFY, that the annexed document written in Spanish, was submitted for translation into English and verbatim reads as follows:

"BOLIVARIAN REPUBLIC OF VENEZUELA
MINISTRY OF POPULAR POWER FOR INTERNAL AFFAIRS AND JUSTICE
JACQUELINE GRAZIANI DE VALLES
TWENTIETH NOTARY PUBLIC OF THE LIBERTADOR PARRISH OF THE
METROPOLITAN DISTRICT OF CARACAS
DOCUMENT AUTHENTICATED

No. 18, Volume 52

Date: June 4, 2007

Centro Mercantil San Francisco, Esquina de San Francisco a Sociedad. Av. Universidad,

Piso 2 Oficina 2-15. Telephone: 482-95-03. Fax 484-5934

Email: notariavigesimaccs@cantv.net

Metropolitan District of Caracas"

"AFFIDAVIT

I, ENRIQUE FERNANDEZ ARIAS, Venezuelan, of legal age, bearer of the identity card No. V-7.008.750, acting in my own name, hereby declare under oath the following:

1. I am the owner of ONE THOUSAND (1,000) nominative, non convertible to bearer shares, with a value of ONE THOUSAND BOLIVARES (VENB 1,000.00) each, belonging to INVERSIONES FER-MACH, 2002, C.A., company domiciled in Caracas, registered before the Second Mercantile Registry of the Judicial Circuit of the Capital District and State of Miranda, under N° 72, Volume 13-A-Sgdo.
2. That the company INVRSIONES FE-MACH 2002, c.a., identified above, is registered in the Tax Information Registry (R.I.F., *for it's acronym in Spanish*) under number J-30885658-4.
3. That the tax domicile of INVERSIONES FER-MACH 2002, C.A., identified above, is the following: Avenida Venezuela, El Rosal, Torre Asociación Bancaria de Venezuela, Mezzanina, Caracas, Venezuela.

4. That INVERSIONES FER-MACH 2002, C.A., identified above, does not own any amount of money for national, state or municipal taxes within the territory of the Bolivarian Republic of Venezuela.

Caracas, at the date of its authentication.

(Signed)(Illegible)

At the top of the page from left to right bears the following wet seals:

“Alberto Luis Rodriguez Lapenta. Esquire. Inpreabogado 115.210.” *(Signed)(Illegible)*.

“Bolivarian Republic of Venezuela. Metropolitan District of Caracas. Twentieth Notary Public's Office of the Libertador Municipality.”

“Twentieth Notary Public of The Metropolitan District of Caracas. Received on: 5/23/07; Hour: *(Blank space)*. Form N° 5162. Fees: 30,105.60. Fixed for the day: 5/23/07.”

“BOLIVARIAN REPUBLIC OF VENEZUELA. ARISTIDES MATA GONZALEZ, ACCIDENTAL NOTARY PUBLIC. TWENTIETH NOTARY PUBLIC'S OFFICE OF THE LIBERTADOR MUNICIPALITY OF THE METROPOLITAN DISTRICT OF CARACAS.

Caracas, Forth (04) of June of Two Thousand Seven (2007). 196° and 147°. The preceding document drawn out by the attorney at law ALBERTO LUIS RODRIGUEZ LAPENTA, subscribed before the Inpreabogado under N° 115.210, was presented for its authentication and devolution as per form N° 005162, dated 05-23-07. Present its subscriber says to be: ENRIQUE FERNANDEZ ARIAS, of legal age, domiciled in: Caracas, Venezuelan, married, and with identity card N° V-7.008.750. Having being the original read and compared with its photocopies, and both having being signed in the presence of the Notary Public, the subscriber declares: “ITS CONTENT IS TRUE AND MINE THE SIGNATURE WHICH APPEARS AT THE BOTTOM OF THE INSTRUMENT”. In virtue whereof the Notary Public declares the document authenticated in the presence of the witnesses: MILAGROS VELASQUEZ and ALBANELLYS BASTARDO, with Identity Cards No. V-13.312.291 and V-14.678.881, leaving it inserted under N° 18, Volume 52 of the books of authentications kept by this office. The Notary Public certifies that he complied with the obligation provided for in Article 78, Number 2 of the Public Registry and Notaries Law. Likewise certifies that he complied with the obligation to inform the subscriber about the Nature, Transcendence and Legal Consequences f the document subscribed as provided for in Article 79, 2nd Ordinal of the Public Registry and Notaries Law, published in the Official Gazette Extraordinary n° 5833 dated 12/22/2006. Likewise he saw the Request presented by the subscriber identified above, whereby he declares under oath the urgency of the referred document, in accordance with Article 28 f

the Public Registry and Notaries Law and for this act he authorized NORIS GUERRA, with the identity card N° V-8.989.763, Assistant I of this Office to witness the subscription in accordance with Article 29 of the Notary Public's Offices at El Rosal, today at 11.30 A.M. upon request of the interested party.

The Notary Public

(Signed)(Illegible)

Aristides Mata González

Alternate Notary Public

The Subscriber

(Signed)(Illegible)

ENRIQUE FERNANDEZ ARIAS

The Witnesses

(Signed)(Illegible)

(Signed)(Illegible).”

This is a true translation of the document attached hereto. In witness whereof I hereunto set my hand and affixed my official seal in Caracas, on this 07th day of the month of June 2007.

BOLIVARIAN REPUBLIC OF VENEZUELA
Anaceli Giménez C.
Certified Public Translator
O.G. 32.586

Anaceli Giménez C.
Certified Public Translator.

REPUBLICA BOLIVARIANA DE VENEZUELA
MINISTERIO DEL PODER POPULAR PARA RELACIONES
INTERIORES Y JUSTICIA
JACQUELINE GRAZIANI DE VALLES
NOTARIO PÚBLICO TITULAR
VIGÉSIMO DEL MUNICIPIO LIBERTADOR DEL
DISTRITO METROPOLITANO DE CARACAS



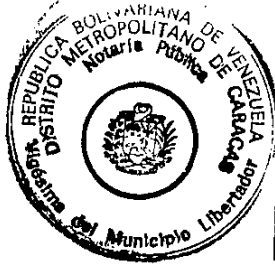
DOCUMENTO AUTENTICADO

Nº 18 TOMO: 52

Fecha: Cuatro (04) de junio de 2.007

Centro Mercantil San Francisco, Esquina de San Francisco a Sociedad, Av.
Universidad, Piso 2 Ofic. 2-15 Telf. 482-95-03 Tele Fax 484-59-34
Email: notariavigesimaccs@cantv.net
Distrito Metropolitano de Caracas

Alberto Luis Rodríguez Lapenta
Abogado
Inpreabogado 115.210



Certified Public Translator
O.G. 32588
Notaría Pública V. G. 32588
de Municipio Libertador del
Distrito Metropolitano de Caracas
Recibido el 23/07/07
Folio N° 5162
Derechos \$s. 30.105,60
Fijado para el día 23/07/07

DECLARACIÓN JURADA

BOLIVIA.

VENEZUELA

Cert. Not. Notario

Yo, **ENRIQUE FERNÁNDEZ ARIAS**, venezolano, mayor de edad, titular de la cédula de identidad número V- 7.008.750, procediendo en este acto en mi propio nombre, por medio de la presente declaro bajo fe de juramento, lo siguiente:

1. Ser titular de **UN MIL (1.000)** acciones nominativas, no convertibles al portador, con un valor de **UN MIL BOLÍVARES (Bs.1.000,00)** cada una, pertenecientes a **INVERSIONES FER-MACH, 2002, C.A.** sociedad mercantil domiciliada en Caracas, inscrita en fecha 30 de enero de 2.002 ante el Registro Mercantil Segundo de la Circunscripción Judicial del Distrito Capital y Estado Miranda, bajo el N° 72, Tomo 13-A-Sdo.
2. Que la sociedad mercantil **INVERSIONES FER-MACH 2002, C.A.**, antes identificada, se encuentra inscrita en el Registro de Información Fiscal (R.I.F.) bajo el número J-30885658-4.
3. Que el domicilio fiscal de la sociedad mercantil **INVERSIONES FER-MACH 2002, C.A.**, antes identificada, queda en la siguiente dirección: Avenida Venezuela, El Rosal, Torre Asociación Bancaria de Venezuela, Mezzanina, Caracas, Venezuela.
4. Que la sociedad mercantil **INVERSIONES FER-MACH 2002, C.A.**, antes identificada, no adeuda cantidades de dinero alguna por concepto de impuestos nacionales, estatales y/o municipales en el territorio de la República Bolivariana de Venezuela.

En Caracas, a la fecha de su autenticación.

REPUBLICA BOLIVARIANA DE VENEZUELA. ARISTIDES MATA
GONZALEZ, NOTARIO PUBLICO INTERINO. NOTARIA PUBLICA
VIGESIMA DEL MUNICIPIO LIBERTADOR DEL DISTRITO
METROPOLITANO DE CARACAS.

BOLIVARIAN REPUBLIC OF VENEZUELA
Anaceli Giménez C.
Certified Public Translator
O.G. 32.586

Caracas, Cuatro (04) de junio de Dos Mil
Siete (2.007). 196° y 147°. El anterior documento redactado por el Abogado (a)
ALBERTO LUIS RODRIGUEZ LAPENTA, inscrito en el Inpreabogado bajo el No.
115.210, fue presentado para su **AUTENTICACION** y devolución según planilla
No. **005162**, de fecha: **23-05-2007**. Presente su otorgante dijo llamarse: **ENRIQUE
FERNANDEZ ARIAS**, mayor de edad, domiciliado en: **CARACAS**, de
Nacionalidad: **VENEZOLANA**, de estado civil: Casado, con Cédula de
Identidad No: V.-7.008.750. Leído y confrontado el original con sus
fotocopias y firmadas éstas y el original, en presencia de la Notario, el otorgante
expuso: "**SU CONTENIDO ES CIERTO Y MIA LA FIRMA QUE APARECE AL
PIE DEL INSTRUMENTO**". El Notario en tal virtud lo declara autenticado en
presencia de los testigos: **MILAGROS VELASQUEZ y ALBANELLYS
BASTARDO**, con Cédulas de Identidad Nos. **V.-13.312.291 y V.-14.678.881**
dejándolo inserto bajo el N° **18**, Tomo **52** de los libros de autenticaciones llevados
en esta Notaría. El Notario hace constar que dio cumplimiento a la obligación
establecida en el Artículo 78, Numeral 2 de la Ley de Registro Público y del
Notariado. Igualmente hace constar que dio cumplimiento a la obligación de
informar al otorgante sobre la Naturaleza. Trascendencia y Consecuencias
Legales de Documento que otorga tal como lo exige el Artículo 79, Ordinal 2
de la Ley de Registro Publico y del Notariado, Publicado en Gaceta Oficial
Extraordinaria N° 5833 de fecha 22/12/2.006. Igualmente tuvo a la vista Diligencia
presentada por el otorgante ya identificado, mediante el cual jura la urgencia del
documento en cuestión, de acuerdo al Artículo 28 de la Ley de Registro Publico y