

FID000002195

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

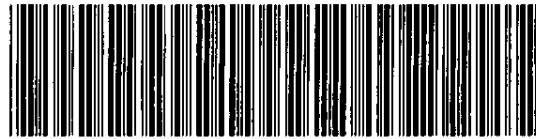
(Document Number)

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05/10/10--01048--005 **70.00

FILED

2010 MAY 10 P 2:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 11 2010
D. A. WHITE

COVER LETTER

FILED
2010 MAY 10 P 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: New Filing Section
Division of Corporations

SUBJECT: Monte Textil, S.A.

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," or "Certificate of Good Standing" 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:

Alejandro A. Zamora

Name of Person

Law Offices of Alejandro A. Zamora, P.A.

Firm/Company

1401 NW 17th Avenue

Address

Miami, Florida 33125

City/State and Zip code

aazamora@bellsouth.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Alejandro A. Zamora

at (305) 324-4512

Name of Person

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

Law Offices
Alejandro A. Zamora, Esq., P.A.

JURIS DOCTOR
MEMBER OF THE
FLORIDA BAR

1401 NORTHWEST 17TH AVE
MIAMI, FLORIDA 33125
PHONE (305) 324-4512
FAX (305) 326-1609

May 6, 2010

New Filing Section
Division Of Corporations
PO Box 6327
Tallahassee, Florida 32314

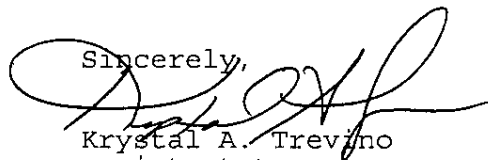
RE: Monte Textil, S.A.

Dear Sir/Madam:

Please find enclosed check in the sum of \$70.00, Cover Letter,
Application By Foreign Corporation For Authorization To Transact
Business In Florida and attachments for the above referenced matter.

Should you have any questions or require any further information,
please contact me at your earliest opportunity. Thank you for your
attention to this matter.

Sincerely,



Krystal A. Trevino
assistant to:
Alejandro A. Zamora

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. MONTE TEXTIL, S.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. GUATEMALA

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

3.

(FEI number, if applicable)

4. 2/22/99

(Date of incorporation)

5. PERPETUAL

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

6. N.A.

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

7. Km. 18.5 Carretera Al Mayan Golf, Villa Nueva, Guatemala

(Principal office address)

Km. 18.5 Carretera Al Mayan Golf, Villa Nueva, Guatemala

(Current mailing address)

8. Textile sales, marketing and collection

(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: Alejandro A. Zamora, Esq.

Office Address: 1401 N.W. 17th Avenue

Miami

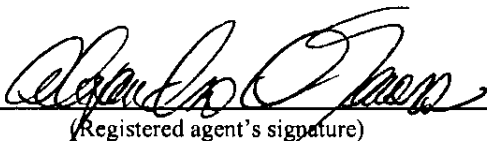
(City)

, Florida 33125

(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.

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2010 MAY 10 P 2:20

CLERK OF DISTRICT COURT
MILAN, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: HECTOR GUILLERMO ZIMERI MASSIS

Address: Km. 18.5 carretera Mayan Golf Villa Nueva Guatemala

Vice Chairman: JUAN JOSE JOP GAZEL

Address: Km. 18.5 carretera Mayan Golf Villa Nueva, Guatemala

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Hector Rene Velasquez Castellanos

Address: Km. 18.5 carretera al Mayan Villa Nueva Guatemala

Vice President: Zoila María Paredes Mazariegos

Address: Km. 18.5 carretera al Mayan Golf, Villa Nueva - Guatemala

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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)

Hector Guillermo Zimeri Massis

14. _____

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



No. C- 36955

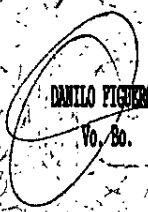
-01/2009

HOJA No. 1 DE 7

**4150-2010
CERTIFICACION**

0000015049

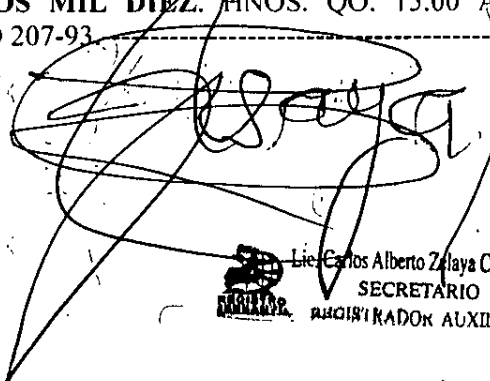

Daniel Fierro
Responsable


Daniel Fierro
Vo. Bo.

EL INFRASCrito REGISTRADOR MERCANTIL GENERAL DE LA REPUBLICA, CERTIFICA: QUE EN LOS REGISTROS ELECTRONICOS DE ESTA INSTITUCION, SE ENCUENTRA LA INSCRIPCION No. **40137 FOLIO 267 LIBRO 133** DEL EXPEDIENTE No. **5592-1999 DE EMPRESAS MERCANTILES**, POR LO QUE LA PRESENTE HOJA Y LA SIGUIENTES SON AUTENTICAS, POR HABER SIDO REPRODUCIDAS DE SU IMAGEN ELECTRONICA POR EL CERTIFICADOR RESPONSABLE DE ESTE REGISTRO DE LA INSCRIPCION RELACIONADA, LAS CUALES RUBRICO Y SELLO EN ESTE MISMO ACTO.

Y PARA LOS USOS LEGALES QUE AL INTERESADO CONVENGA, SE EXTIENDE, FIRMA Y SELLA ESTA CERTIFICACION EN **SIETE HOJAS**, INCLUYENDO LA PRESENTE EN PAPEL ESPECIAL DEL REGISTRO MERCANTIL, EN LA CIUDAD DE GUATEMALA, **EL CUATRO DE MARZO DEL AÑO DOS MIL DIEZ**. HNOS. QO. 15.00 ARTICULO 3º ACUERDO GUBERNATIVO 207-93.




Lic. Carlos Alberto Zelaya Coronado
SECRETARIO
REGISTRADOR AUXILIAR



FILED

2010 MAY 10 P. 2:20

SECRETARIA DE ECONOMIA Y FINANZAS
PALMAYOR, GUATEMALA

Datos de la Inscripción

Registro	Folio	Libro	Fecha	Statu
40137	267	133	22/02/1999	V

HOJA No. 2 DE 7

Expediente	Año	Caja No.	Tipo de Sociedad	Extranjer:
5592	1999		SOCIEDAD ANONIMA	N


 Danilo Fiqueroa
 Responsable
Datos de la Sociedad

Razón Social : MONTE TEXTIL

Nombre Comercial : MONTEX

Sede Dirección : KM. 18.5 CARRETERA A MAYAN GOLF

Departamento/Municipio : GUATEMALA/VILLA NUEVA Telefono : Fax :

Rep. Legal : ADMINISTRADOR UNICO PRESIDENTE GERENTE

Objeto : DESARROLLAR CON LIBERTAD ACTIVIDADES AGRICOLAS INDUSTRIALES COMERCIALES
SERVICIOS, EXPORTACION E IMPORTACION DE TODA CLASE DE PRODUCTOS AGRICOLAS.Sector/Rama : AGROPECUARIOS, COMERCIALES E INDUSTRIALES, ESPECIALMENTE DE TODA CLASE DE
PRODUCTOS TEXTILES, CUEROS ARTIFICIALES, TEJIDOS DE ALGODON, FIBRAS
Típico de Plazo : SINTETICAS, HILOS Y TEJIDOS DE ALGODON, PUNTO O MEZCLADO CON FIBRAS
Indefinido : SINTETICAS, PRODUCTOS QUIMICOS PARA EL RAMO TEXTIL, FABRICACION DE CUEROS
ARTIFICIALES Y TEJIDOS DE ALGODON, PUNTO O MEZCLADO CON FIBRAS SINTETICAS,
COMPRAVENTA DE HILOS, TEJIDOS Y DE FIBRAS SINTETICAS Y TODO LO REFERENTE AL
RAMO TEXTIL**Capital Social**

Meses :	Autorizado :	3,000.000.00
Años :	Suscrito :	5,000.00
	Pagado :	5,000.00

Datos Adicionales de la Sociedad**Escritura**

Número	Fecha
10	15/02/1999

Notario

Nombre Notario :

Apellido Notario :

Apellido Casada

Acciones

Número : 30,000

Clase : NOMINATIVAS O AL PORTADOR

Valor : 100.00

Fechas

Inicio de Actividad: 18/02/1999

Inscrip. Provisional 18/02/1999

Inscrip. Definitiva: 25/05/1999

Organo de VigilanciaLOS ACCIONISTAS CONTADORES
AUDITORES**Consejo de Administración**PRESIDENTE ADMINISTRADOR UNICO
GERENTE GENERAL**Organo de Administración**ADMINISTRADOR UNICO CONSEJO DE
ADMON.
 Lic. Carlos Alberto Zelaya Coronado
 SECRETARIO
 REGISTRADOR AUXILIAR

Facultad de los Administradores

 FILED
 2010 MAY 10 P 2:21
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

REGISTRO No. 40137

inscripción de sociedad

PRIMERA

Con Base en el testimonio de la escritura No. 10, autorizada en la ciudad de Guatemala, el día 15 de enero de 1999, por el Notario Alfonso Amador Grijalva, presentado a este Registro el 17 de enero de 1999, a las 14:30 horas, se inscribe provisionalmente la sociedad denominada Asociación Guatemalteca de Abogados, domicilio Departamento de: Guatemala, Sede: 7, Avenida P. 5, Cuzco, 5, Alameda, 14, Calle Nueva, Guatemala.
 Objeto: Abogados, con libertad de actividades o servicios industriales y comerciales, y de servicios en las repúblicas de Guatemala, y en el exterior, para proporcionar los servicios que las establecidas por las leyes.

y otros que constan en la escritura social. Plazo: Indefinido.
 Capital Social Autorizado: Q. 100,000.00, suscrito: Q. 5,000.00.
 Pagado: Q. 5,000.00, representado por: 1000 acciones de Q. 100.00 cada una. Órgano de Administración: Consejo de Administración & Administradores Civiles y Profesionales.
 Representación Legal: Presidente.
 Vice-presidente o Administrador: Carlos y Gerardo.
 Órgano de Vigilancia: Don Gerardo.

Expediente No. 5592-99

Guatemala, 19 de Febrero de 1999.



SEGUNDA

En esta fecha se inscribe definitivamente la sociedad

cuyos efectos se retrotraen a la fecha de la inscripción provisional. Artos 14 y 343 del Dto. 2-70 del Congreso. Guatemala, de de 19

HOJA No. 3 DE 7
inscripción de sociedad observaciones

Responsable
 Responsable

ANTONIO FIGUEROA
 Vo. Bo.



Lic. Carlos Alberto Zelaya Coronado
 SECRETARIO
 REGISTRADOR AUXILIAR

FILED
 2000 MAR 10 P 2:21
 SECRETARY OF STATE
 WILLIAMSBURG, VIRGINIA

Datos de la Inscripción Provisional**Observaciones Generales****HOJA No. 4 DE 7****Inscripción Electrónica**

Fecha : 18/02/1999

EL REGISTRO MERCANTIL, CON BASE AL TESTIMONIO DE LA ESCRITURA NO. 10, AUTORIZADA EN LA CIUDAD DE GUATEMALA:GUATEMALA. EL 15 DE FEBRERO DE 1999. POR EL NOTARIO ADOLFO MENDEZ CASTEJON, PRESENTADO A ESTE REGISTRO EL 17 DE FEBRERO DE 1999, A LAS 14:36 HORAS, INSCRIBE PROVISIONALMENTE BAJO EL NO. 40137. FOLIO: 267. LIBRO: 133, DE SOCIEDADES MERCANTILES, EXPEDIENTE NO. 5592-1999, LA SOCIEDAD DENOMINADA MONTE TEXTIL, DE NOMBRE COMERCIAL MONTEX, DOMICILIO KM. 18.5 CARRETERA A MAYAN GOLF, DEPARTAMENTO DE GUATEMALA:VILLANUEVA, OBJETO DESARROLLAR CON LIBERTAD ACTIVIDADES AGRICOLAS INDUSTRIALES COMERCIALES SERVICIOS; Y OTROS QUE CONSTAN EN LA ESCRITURA SOCIAL: PLAZO INDEFINIDO. CAPITAL SOCIAL AUTORIZADO: 100000, SUSCRITO: 5000, PAGADO: 5000; DIVIDIDO EN: 1000. ACCIONES DE Q 100 CADA UNA. ORGANO DE ADMINISTRACION ADMINISTRADOR UNICO CONSEJO DE ADMON., REPRESENTANTE_LEGAL ADMINISTRADOR UNICO PRESIDENTE GERENTE, ORGANO DE VIGILANCIA LOS ACCIONISTAS CONTADORES AUDITORES; Y PARA LOS EFECTOS LEGALES, SE HACE LA PRESENTE PUBLICACIÓN. GUATEMALA 18 DE FEBRERO DE 1999.


ADOLFO MENDEZ
Responsable
ADOLFO MENDEZ
Ug. No.**Datos de la Inscripción Definitiva****Inscripción Electrónica**

Fecha : 25/05/1999

EN ESTA FECHA SE INSCRIBE DEFINITIVAMENTE LA SOCIEDAD MONTE TEXTIL, SOCIEDAD ANONIMA. BAJO NO. DE REGISTRO: 40137 FOLIO: 267, LIBRO: 133. CUYOS EFECTOS SI RETROTRAEN A LA FECHA DE INSCRIPCION PROVISIONAL ARTOS. 14 Y 143 DEL DTO.270 DEL CONGRESO. GUATEMALA 25 DE MAYO DE 1999.

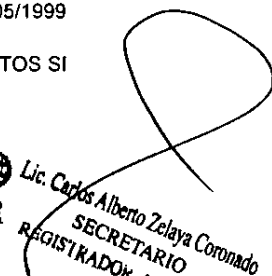
Datos de la Modificación

Tipo 24

INSCRIPCION PROVISIONAL DE LA AMPLIACION DE CAPITAL

Modificaciones

EL REGISTRO MERCANTIL, CON BASE EN EL TESTIMONIO DE LA ESCRITURA NO. 2, AUTORIZADA EN LA CIUDAD DE GUATEMALA, EL 28 DE MAYO DE 2003. ANTE EL NOTARIO EDGAR ORLANDO MENDOZA GARCIA, SE INSCRIBE PROVISIONALMENTE LA MODIFICACION ELECTRONICA # 1 AMPLIACION DE CAPITAL, DE LA ENTIDAD MONTE TEXTIL, SOCIEDAD ANONIMA, DE NOMBRE COMERCIAL MONTEX, CON REGISTRO 40137, FOLIO 267, LIBRO 133 DE SOCIEDADES MERCANTILES. EN VIRTUD DE LO SIGUIENTE: EN ASAMBLEA GENERAL EXTRAORDINARIA TOTALITARIA DE ACCIONISTAS SE ACORDO AUMENTAR EL CAPITAL SOCIAL EN Q.2,900,000.00 CON DICHO INCREMENTO ASCIENDE A 3,000,000.00 DIVIDIDO Y REPRESENTADO POR 30,000 ACCIONES, DE UN VALOR NOMINAL DE Q.100.00 CADA UNA. EN LA FORMA Y TERMINOS INDICADOS EN EL INSTRUMENTO LEGAL DE MERITO. ARTICULO 341 DEL DECRETO 2-70 DEL CONGRESO. GUATEMALA 09 DE ENERO DE 2004. EXP. 5592-99.


Lic. Carlos Alberto Zelaya Coronado
SECRETARIO
REGISTRADOR AUXILIARSECRETARÍA DE ECONOMÍA
VILLANUEVA, FLORIDA

2010 MAY 10 P 2:21

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Datos de la Modificación

Tipo 33 INSCRIPCION DEFINITIVA DE LA AMPLIACION DE CAPITAL

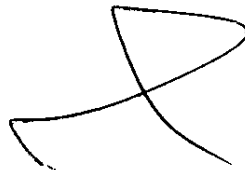
HOJA No. 5 DE 7

Modificaciones

SE INSCRIBE DEFINITIVAMENTE LA MODIFICACION ELECTRONICA NUMERO UNO DE LA SOCIEDAD DENOMINADA MONTE TEXTIL, SOCIEDAD ANONIMA ARTICULO 343 DEL DECRETO 2-70 DEL CONGRESO. GUATEMALA 27 DE ENERO DE 2004. EXP. 5592-1999.


ALFONSO RIOS
Responsable


DANILLO FIGUEROA
Vo. Bo.


 Lic. Carlos Alberto Zelaya Coronado
SECRETARIO
REGISTRADOR AUXILIAR

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2010 MAY 10 P 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Datos de la Modificación

Tipo 24 INSCRIPCION PROVISIONAL DE LA AMPLIACION DE CAPITAL

HOJA No. 6 DE 7

Modificaciones

EL REGISTRO MERCANTIL CON BASE EN EL TESTIMONIO DE LA ESCRITURA NO. 128 AUTORIZADA EN LA CIUDAD DE GUATEMALA, EL 23 DE ABRIL DE 2009 POR EL NOTARIO GREGORIO EFRAÍN AGUILAR LAMBOUR, INSCRIBE PROVISIONALMENTE LA MODIFICACION NO. 2 DE LA ENTIDAD MONTE TEXTIL, SOCIEDAD ANONIMA CON REGISTRO 40137 FOLIO 267 LIBRO 133 DE SOCIEDADES MERCANTILES, EN VIRTUD DE LO SIGUIENTE: EN ASAMBLEA GENERAL EXTRAORDINARIA TOTALITARIA DE ACCIONISTAS SE ACORDO AUMENTAR EL CAPITAL A LA SUMA DE Q.70,000,000.00 DIVIDIDO Y REPRESENTADO MEDIANTE 700,000 ACCIONES DE Q.100.00 CADA UNA. EN LA FORMA Y DEMAS TERMINOS CONTENIDOS EN DICHO INSTRUMENTO PUBLICO. GUATEMALA 01 DE JUNIO DE 2009.EXP.5592-99.-


AMÉRICO RÍOS
Responsable


DANILLO FIGUEROA
Vo. Bo.

 Lic. Carlos Alberto Zelaya Coronado
SECRETARIO
REGISTRADOR AUXILIAR

2010 MAY 10 P 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

REGISTRO MERCANTIL
Reporte de Sociedades

Datos de la Modificación

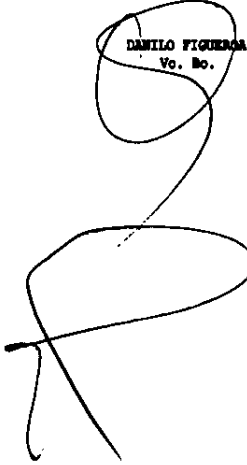
Tipo 33 INSCRIPCION DEFINITIVA DE LA AMPLIACION DE CAPITAL

Modificaciones

SE INSCRIBE DEFINITIVAMENTE LA MODIFICACION NO. 2 DE AUMENTO DE CAPITAL SOCIAL, DE LA SOCIEDAD DENOMINADA MONTE TEXTIL, SOCIEDAD ANONIMA ARTICULO 343 DEL DECRETO 2-70 DEL CONGRESO. GUATEMALA 27 DE JULIO DE 2009. EXP. 5592-1999.

HOJA No. 7 DE 7


DANIELO FIGUEROA
Responsable


DANIELO FIGUEROA
Vo. No.

 Lic. Carlos Alberto Zelaya Coronado
SECRETARIO
REGISTRADOR AUXILIAR

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2010 MAY 10 P 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



MINISTERIO DE ECONOMIA

8a. Avenida 10-43, Zona 1

Guatemala, C. A.

NUM: _____

REF.: _____

AL CONTESTAR SIRVASE MENCIONAR EL NUMERO
Y REFERENCIA DE ESTA NOTA.

NUMERO:030-2010

EL INFRASCRITO SECRETARIO GENERAL DEL MINISTERIO DE ECONOMIA

HACE CONSTAR:

Que es auténtica la firma que calza el documento Número C-36955, que contiene: Certificación 4150-2010, que refleja la inscripción No. 40137, Folio 267 libro 133, del expediente 5592-1999, de Empresas Mercantiles, extendida con fecha cuatro de marzo del año dos mil diez, la cual corresponde al Licenciado **CARLOS ALBERTO ZELAYA CORONADO**, quien a la hora de firmar desempeña el cargo de **SECRETARIO REGISTRADO AUXILIAR DEL REGISTRO MERCANTIL**.---
El Ministerio de Economía no asume responsabilidad alguna por el contenido del documento cuya firma se autentica.-----

Guatemala, 08 de marzo del 2010.




JOSE RAMIRO FERNANDEZ V.
Secretario
MINISTERIO DE ECONOMIA



FILED

2010 MAY 10 P 2 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ES EXTERIORES
1005



EL MINISTERIO DE RELACIONES EXTERIORES
de la República de Guatemala, C.A.



CERTIFICA: Que es auténtica la firma del Señor(a)

--JOSE RAMIRO FERNANDEZ V.--

Quien a la fecha de ponerla, desempeñaba funciones de:

--SECRETARIO DEL MINISTERIO DE ECONOMIA DE GUATEMALA--

Se hace constar que el Ministerio de Relaciones Exteriores **no asume responsabilidad alguna por el contenido ni por la eficacia jurídica de este documento** y la presente legalización se limita a reconocer la autenticidad de la firma del funcionario en referencia.

martes, 09 de marzo de 2010

Licenciada Guisela Vargas Juárez
JEFE DEL DEPARTAMENTO DE AUTÉNTICAS



REPUBLIC OF GUATEMALA
CITY AND DEPARTMENT OF GUATEMALA
EMBASSY OF THE UNITED STATES
OF AMERICA

SS:

I DAVID C. CHANG
Consul of the United States of America
at Guatemala, Guatemala duly commissioned
and qualified, do hereby certify that

GUISELA VARGAS JUAREZ
whose true signature and official seal
are, respectively, subscribed and affixed
to the foregoing (annexed) certificate
(document) was on the 09TH
day of MARCH 20 10
thereof, CHIEF OF AUTHENTICATIONS
MINISTRY OF FOREIGN AFFAIRS

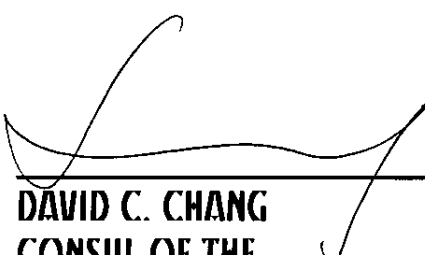
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 MAY 10 P 2:21

FILED

of the Republic of Guatemala, to whose
official acts, faith and credit are due.

IN WITNESS WHEREOF I HAVE hereunto set
my hand and affixed the seal of the Consular
Service of the United States of America at
Guatemala, Guatemala, this 22ND
day of MARCH 20 10


DAVID C. CHANG
CONSUL OF THE
UNITED STATES

I, Ana Lucia Wer Albizurez, a Sworn Legal Translator authorized in the Republic of Guatemala to translate the English and Spanish languages, according to resolution No. 483 issued by the Ministry of Education, giving such translations legal value and public faith, DO HEREBY CERTIFY: to having had before me a Corporation Registration, with its corresponding certificate, amendments and legalizations, written in Spanish, which translating only the relevant information into English, to the best of my knowledge and ability, reads as follows:

FILED

2012 MAY 10 P 2:22
CLERK OF STATE
TALLAHASSEE, FLORIDA

""[This certificate was written on letterhead paper from the Business Registration Office:] Business Registration Office. No. C dash thirty-six thousand nine hundred and fifty-five. -01-dash/2009 [sic]. **PAGE ONE OF SEVEN.** Four thousand one hundred and fifty dash two thousand ten. **CERTIFICATE.** The undersigned General Business Registrar of the Republic, certifies: That in the electronic records of this institution, registration No. forty thousand one hundred and thirty-seven, Folio two hundred and sixty-seven, Book one hundred and thirty-three of file No. five thousand five hundred and ninety-two dash nineteen ninety-nine of Commercial Businesses is found, therefore this page as well as the following are genuine for having been reproduced from their electronic image by the certifying officer responsible for the recording of the said registration, **which I sign and seal in this same act.**-----

For the legal uses the interested party deems convenient, this certificate is issued, signed and sealed, in **seven** pages, including this page, in special paper from the Business Registration Office, in the city of Guatemala, on the **March the fourth of the year two thousand ten.** Fees: Fifteen Quetzals [The Quetzal is the official currency of Guatemala]. Article three, Governmental Agreement two hundred and seven dash ninety-three.-----

[Illegible signature. Seal:] Lic. Carlos Alberto Zelaya Coronado. Secretary. Assistant Registrar. Business Registration Office. [On the left margin appear:] [Illegible signature. Seal:] Amparo Rios, Person in Charge. [Illegible signature. Seal:] Danilo Figueroa, Reviewer. [The three preceding signatures and seals appear on the next six pages of the document].-----

[On the right margin appears a partially legible seal, as well as the following correlative number:] Fifteen thousand forty-nine.-----

Ana Lucia Wer Albizurez
TRANSLADOR JURADO
REGISTRO No. 24202

BUSINESS REGISTRATION OFFICE. CORPORATIONS REPORT. Date:

March the third, two thousand ten. Page one of five. **PAGE ONE TWO**

SEVEN. Registration Information: Registration forty thousand one hundred and thirty-seven. Folio two hundred and sixty-seven. Book one hundred and thirty-three. Date: February twenty-second, nineteen ninety-nine. Status: V [sic].

File five thousand five hundred and ninety-two. Year: nineteen ninety-nine. Type of Company: Corporation. Foreign: N [sic].-----

Corporation Information: Trade Name: Monte Textil. Commercial Name: Montex. Headquarters Address: Km. 18.5 Carretera a Mayan Golf. Department/Municipality: Guatemala/Villa Nueva. Legal Representative: Sole Administrator, President, Manager. Purpose: To freely develop agricultural, commercial and industrial activities, services, exportation and importation of all types of agricultural, farming and livestock, commercial and industrial products, specially all types of textile products, artificial leathers, cotton fabrics, synthetic fibers, threads and fabrics from cotton, knit or a mix with synthetic fibers, chemical products for the textile field, manufacturing of artificial leathers and fabrics from cotton, knit or a mix with synthetic fibers, buying and selling of threads, fabrics and synthetic fibers and all related to the textile field. **Term Type:** Indefinite.-----

Capital Stock: Authorized: 3,000,000.00 (three million), Subscribed: 5,000.00 (five thousand), Paid: 5,000.00 (five thousand).-----

Additional Corporation Information: Deed: No. ten, Date: February fifteenth, ninety ninety-nine. **Dates:** Beginning of Operations: February eighteenth, nineteen ninety-nine. Provisional Registration: February eighteenth, nineteen ninety-nine. Final Registration: May twenty-fifth, nineteen ninety-nine. **Stock:** Number: 30,000 (thirty thousand). Class: Registered or Bearer Stock. Value: 100.00 (one hundred). **Organ in charge of Vigilance:** The Stockholders, Accountants, Auditors. **Board of Directors:** President, Sole Administrator, General Manager. **Management Organ:** Sole Administrator, Board of Directors.-
[Registration of the Corporation:]-----

PAGE THREE OF SEVEN-----

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REGISTRY No. Forty thousand one hundred and thirty-seven. Corporation Registration. **PAGE THREE OF SEVEN. FIRST:** Based on the testimony of deed No. ten, authorized in the city of Guatemala on January fifteenth, nineteen ninety-nine, by the Notary Adolfo Menéndez Castejón, submitted to this Registration Office on February seventeenth, nineteen ninety-nine at 14:36 (fourteen dash thirty-six) hours, it is carried out the provisional registration of the corporation Monte Textil Sociedad Anónima, Trade Name Montex, with domicile in the Department of Guatemala, Headquarters: Kilómetro 18.5 Carretera a Mayan Golf, Villa Nueva, Guatemala. Purpose: To freely develop agricultural, industrial, commercial and service activities in the republic of Guatemala and abroad, with no more limitations that the ones established by law; as well as others established in the articles of incorporation. Term: indefinite. Capital Stock: Authorized: Q.100,000.00 (One hundred thousand Quetzals), Subscribed: Q.5,000.00 (Five thousand Quetzals), Paid: Q.5,000.00 (Five thousand Quetzals), represented by 1000 (One thousand) shares of Q.100.00 (one hundred Quetzals) each. Management Organ: Board of Directors or Sole Administrator. Legal Representation: President, Vice-President or Sole Administrator and Manager. Organ in charge of Vigilance: the subscribed parties. File No. five thousand five hundred and ninety-two dash ninety-nine. Guatemala, February nineteenth, nineteen ninety-nine. [Illegible signature. Seal:] Ministry of Economy. Business Registration Office. Guatemala, Central America. [On the bottom of the page appears the following:] Business Associations. Print Date: March the third, two thousand ten, 16:22:35 hours. Folio two hundred and sixty-seven. Book: one hundred and thirty-three.-----

BUSINESS REGISTRATION OFFICE. CORPORATIONS REPORT. Date: March the third, two thousand ten. Page two of five. **Provisional Registration Information. General Observations. PAGE FOUR OF SEVEN. Electronic Registration.** Date: February eighteenth, nineteen ninety-nine The Business Registration Office, based on the testimony from deed No. ten, authorized in the city of Guatemala, Guatemala. On February fifteenth, nineteen ninety-nine, by the Notary Adolfo Mendez Castejón, submitted to this Registration Office on

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February seventeenth, nineteen ninety-nine at 14:36 (fourteen dash thirty-six) hours, it is carried out the provisional registration under number forty thousand one hundred and thirty-seven, Folio two hundred and sixty-seven, Book of Commercial Businesses one hundred and thirty-three, file No. five thousand five hundred and ninety-two dash nineteen ninety-nine, of the corporation Monte Textil Sociedad Anónima, Trade Name Montex, with domicile at Kilómetro 18.5 Carretera a Mayan Golf, Department of Guatemala, Villa Nueva, with the purpose of freely developing agricultural, industrial, commercial and service activities as well as others established in the articles of incorporation. Term: indefinite. Capital Stock: Authorized: 100,000.00 (One hundred thousand), Subscribed: 5,000.00 (Five thousand), Paid: 5,000.00 (Five thousand), divided in 1000 (One thousand) shares of Q.100.00 (one hundred Quetzals) each. Management Organ: Sole Administrator, Board of Directors. Legal Representation: Sole Administrator, President, Manager. Organ in charge of Vigilance: The Shareholders, Accountants, Auditors; and for legal effects, this publication is carried out. Guatemala, February eighteenth, nineteen ninety-nine.-----

Final Registration Information: Electronic Registration: Date: May Twenty-fifth, nineteen ninety-nine. On this date the final registration of the corporation Monte Textil Sociedad Anónima, under registration No. forty thousand one hundred and thirty-seven, Folio two hundred and sixty-seven, Book one hundred and thirty-three, whose effects are applied to the present from the date of the provisional registration. Articles fourteen and one hundred and forty-three of Decree two hundred and seventy from Congress. Guatemala, May twenty-fifth, nineteen ninety-nine.-----

Amendment Information: Type: 24 (twenty-four). Provisional Registration for an Increase of Capital. **Amendments:** The Business Registration Office, based on the testimony from deed No. two, authorized in the city of Guatemala, on May twenty-eighth, two thousand three. Before the Notary Edgar Orlando Mendoza García, it is provisionally recorded the electronic amendment No. one, Increase of Capital, of the entity Monte Textil, Sociedad Anónima, Trade Name: Montex,

with registration forty thousand one hundred and thirty-seven, Folio two hundred and sixty-seven, Book of Commercial Businesses one hundred and thirty-three. In virtue of the following: In an extraordinary totalitarian general shareholders meeting, it was agreed to increase the stock in Q.2,900,000.00 (two million nine hundred thousand Quetzals), with that increase the stock totals 3,000,000.00 (three million), divided and represented by 30,000 (thirty thousand) shares, with a face value of Q.100.00 (one hundred Quetzals) each. In the form and terms stated in the corresponding legal instrument. Article three hundred and forty-one of Decree two dash seventy from Congress. Guatemala, January ninth, two thousand four. File five thousand five hundred and ninety-two dash ninety-nine.--

BUSINESS REGISTRATION OFFICE. CORPORATIONS REPORT. Date: March the third, two thousand ten. Page three of five.-----

Amendment Information. Type: 33 (thirty-three). Final Registration of the Increase of Capital. **PAGE FIVE OF SEVEN. Amendments:** The electronic amendment number one of the corporation denominated Monte Textil, Sociedad Anónima is finally recorded. Article three hundred and forty-three from Decree two dash seventy from Congress. Guatemala, January twenty-seventh, two thousand four. File five thousand five hundred and ninety-two dash ninety-nine.--

BUSINESS REGISTRATION OFFICE. CORPORATIONS REPORT. Date: March the third, two thousand ten. Page four of five.-----

Amendment Information. Type: 24 (twenty-four). Provisional Registration of the Increase of Capital. **PAGE SIX OF SEVEN. Amendments:** The Business Registration Office, based on the testimony from deed No. one hundred and twenty-eight, authorized in the city of Guatemala, on April twenty-third, two thousand nine by the Notary Gregorio Efraín Aguilar Lambour, provisionally records the amendment No. two of the entity Monte Textil, Sociedad Anónima, with registration forty thousand one hundred and thirty-seven, Folio two hundred and sixty-seven, Book of Commercial Businesses one hundred and thirty-three. In virtue of the following: In an extraordinary totalitarian general shareholders meeting it was agreed to increase the stock to the amount of Q.70,000,000.00 (seventy million Quetzals), divided and represented by 700,000 (seven hundred

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thousand) shares, with a value of Q.100.00 (one hundred Quetzals) each, in the form and terms stated in the corresponding legal instrument. Guatemala, June first, two thousand nine. File five thousand five hundred and ninety-two dash ninety-nine.-----

BUSINESS REGISTRATION OFFICE. CORPORATIONS REPORT.-----

March the third, two thousand ten. Page five of five.-----

Amendment Information. Type: 33 (thirty-three). Final Registration of the Increase of Capital. **PAGE SEVEN OF SEVEN.** **Amendments:** The amendment number two regarding the increase of capital of the corporation denominated Monte Textil, Sociedad Anónima is finally recorded. Article three hundred and forty-three of Decree two dash seventy from Congress. Guatemala, July twenty-seventh, two thousand nine. File five thousand five hundred and ninety-two dash ninety-nine.-----

[Legalization of the signature of Carlos Alberto Zelaya Coronado, written in letterhead paper of the Ministry of Economy:]-----

Ministry of Economy. Number thirty dash two thousand ten. **THE UNDERSIGNED SECRETARY GENERAL OF THE MINISTRY OF ECONOMY, STATES:** That the signature appearing on document C dash thirty-six thousand nine hundred and fifty-five, that contains certificate four thousand one hundred and fifty dash two thousand ten, that includes registration number forty thousand one hundred and thirty-seven, Folio two hundred and sixty-seven, Book of Commercial Businesses one hundred and thirty-three, issued on March fourth, two thousand ten, which belongs to **LICENCIADO CARLOS ALBERTO ZELAYA CORONADO**, who, at the moment of signing the document, holds the post of **REGISTERED ASSISTANT SECRETARY OF THE BUSINESS REGISTRATION OFFICE.** The Ministry of Economy does not assume any responsibility whatsoever for the content of the document whose signature is genuine. Guatemala, March eighth, two thousand ten. [Illegible signature. Seal:] Jose Ramiro Fernandez V. Secretary. Ministry of Economy. [Seal:] Ministry of Economy. Republic of Guatemala, Central America. [The aforementioned seal also appears adhered over two identical tax stamps that

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read as follows:] Republic of Guatemala. Tax stamp. Five Quetzals. Two thousand ten [This text appears twice on each tax stamp. On the back of this legalization appears a seal, which is mostly illegible].-----

[Legalization of the signature of Jose Ramiro Fernandez V., written on letterhead paper of the Ministry of Foreign Affairs:] **The Ministry of Foreign Affairs of the**

Republic of Guatemala, CERTIFIES: The authenticity of the signature of JOSE RAMIRO FERNANDEZ V., who at the time of signing was holding the post of

Secretary of the Ministry of Economy of Guatemala. It is made evident that the Ministry of Foreign Affairs **does not assume any responsibility whatsoever**

neither for the content nor the legal effectiveness of this document, and this legalization is limited to recognizing the authenticity of the signature of the

aforementioned official. Tuesday, March ninth, two thousand ten. [Illegible signature. Seal:] Licenciada Guisela Vargas Juárez. Head of the Legalizations

Department. [Seal:] Ministry of Foreign Affairs. Legalizations Department. Guatemala, Central America. [The preceding seal appears partially visible on the

upper left corner of the document, as well as three more times adhered over two identical tax stamps that read as follows:] Republic of Guatemala. Tax stamp.

Five Quetzals. Two thousand ten. [The preceding text appears twice on each tax stamp].-----

[The last page of the document is the legalization of the signature of Guisela Vargas Juárez, which is written in English]"-----

In witness whereof, at the request of the interested party, for the legal uses such party deems convenient, and without assuming any responsibility whatsoever for the content of the translated document, I issue, sign and seal this sworn translation, contained in seven pages, duly compared with the original document written in Spanish, in the city of Guatemala, on the 23 of March, 2010.


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