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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

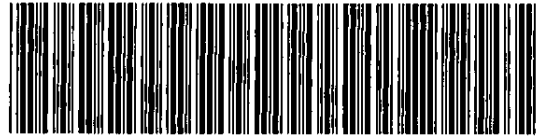
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Bush MAY 18 2010

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: PALMA OVERSEAS S.A CORP

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:

GABRIEL S. DIAZ-SARMIENTO, CPA - SECRETARY

Name of Person

Firm/Company

5600 SW 135th AVE, SUITE 202-A

Address

MIAMI, FL 33183

City/State and Zip code

GDIAZSCPA@AOL.COM

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

For further information concerning this matter, please call:

GABRIEL S. DIAZ-SARMIENTO

Name of Person

at (305) 386-0568

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.*

1. PALMA OVERSEAS 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. PANAMA

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

3. 98-0657526

(FEI number, if applicable)

4. APRIL 29th, 2008

(Date of incorporation)

5. PERPETUAL

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

6. UPON APPROVAL

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

7. 5600 SW 135TH AVE, #202-A

(Principal office address)

MIAMI, FL 33183

(Current mailing address)

8. ALL LEGAL ACTIVITIES

(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: GABRIEL S. DIAZ-SARMIENTO, CPA

Office Address: 5600 SW 135th AVE, SUITE 202-A

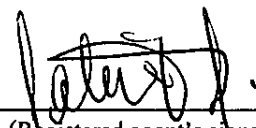
MIAMI, Florida 33183

(City)

(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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: EDGARDO E DIAZ

Address: 5600 SW 135th AVE, SUITE 202-A, MIAMI FL 33183

Director: MARIA VALLARINO

Address: 5600 SW 135th AVE, SUITE 202-A, MIAMI FL 33183

B. OFFICERS

President: PRO ADMINISTRA INC

Address: 5600 SW 135th AVE, SUITE 202-A, MIAMI FL 33183

Vice President: _____

Address: _____

Secretary: GABRIEL S. DIAZ-SARMIENTO, CPA

Address: 5600 SW 135th AVE, SUITE 202-A, MIAMI FL 33183

Treasurer: EDGARDO E DIAZ

Address: 5600 SW 135th AVE, SUITE 202-A, MIAMI FL 33183

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. GABRIEL S. DIAZ-SARMIENTO, CPA - SECRETARY

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REPUBLIC OF PANAMA
PUBLIC REGISTRY OFFICE OF PANAMA No. 197719
IN VIEW OF PETITION: 10 - 3903
CERTIFIES:

-----THAT THE CORPORATION-----

PALMA OVERSEAS S.A.

is recorded at Microjacket: 613757
as of April twenty-ninth of two thousand eight

Doc.: 1335057

That this corporation is in good standing.

That its directors are:

- 1 - PRO ADMINISTRA INC.
- 2 - EDGARDO E. DÍAZ
- 3 - MARIA VALLARINO A.

That its officers are:

- | | |
|-----------|-----------------------|
| President | - PRO ADMINISTRA INC. |
| Treasurer | - EDGARDO E. DÍAZ |
| Secretary | - MARIA VALLARINO A. |

That the Legal Representation shall be exercised by:

The President

That its Resident Agent is: ALEMAN, CORDERO, GALINDO & LEE

Signature Right: In respect to any act, transaction or business of the corporation, the same shall be bound by the individual signature of the President and the joint signature of the Secretary and Treasurer.

That it is a corporation duly organized and existing under the laws of the Republic of Panama.

Issued and signed in the Province of Panama, the twenty-fifth day of March of two thousand ten at 04:01:57, P.M.

NOTE: This certificate paid revenue
stamps for the value of US\$30.00

Voucher N° 10 - 3903

Certificate No.: Corporation - 033338

Date: Thursday, March 25, 2010

ZUAG

(Signed)
JOHEL ANTONIO COCCIO
Certifier

There is a seal which reads: PUBLIC REGISTRY OF PANAMA, CERTIFICATES DEPARTMENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APOSTILLE

(Convention de la Haye du 5 octobre 1961)

1. Country: Panama

The present public document

2. Has been signed by Johel Coccio

3. acting in his capacity of Certifier

4. and has a seal/revenue stamps for 30.00

CERTIFIED

5. In Panama 6. on March 29, 2010

7. by Administrative Services

8. under number 21,883

9. Seal/Revenue Stamp 10. Signature:

2.00

Migdalia de Soto

There is a seal which reads: REPUBLIC OF PANAMA, MINISTRY OF GOVERNMENT AND JUSTICE, Accounting Department.

I certify that the above is a true English translation of the document presented to me in Spanish language.

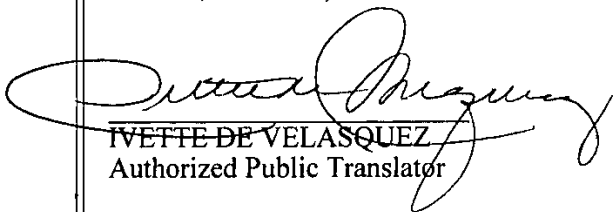
Panama, March 29, 2010

IVETTE CHIN DE VELASQUEZ

Traductora Pública Autorizada

Español-Inglés y viceversa

Res. 535 de 3 de junio de 2005


IVETTE DE VELASQUEZ
Authorized Public Translator

REPUBLICA DE PANAMA 03 10 P.B.1033
REGISTRO PUBLICO DE PANAMA No.197719

CONVISTA A LA SOLICITUD 10 DE PANAMA 3903

QUE LA SOCIEDAD

PALMA OVERSEAS S.A.

SE ENCUENTRA REGISTRADA LA FICHA 613757 DOC 1335057 DESDE EL

VEINTINUEVE DE ABRIL DE DOS MIL OCHO

QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

QUE SUS DIRECTORES SON

PRO ADMINISTRADOR

2. M. EDGARDO N. DIAZ

3. MARIA VALLARINO

QUE SUS DIGNATARIOS SON

PRESIDENTE

TESORERO

SECRETARIO

QUE LA REPRESENTACION LEGAL LA EJERCERA

EL PRESIDENTE

QUE SU AGENTE RESIDENTE ES

DERECHO DE FIRMA

CON RESPECTO A CUALQUIER ACTO, TRANSACCION O NEGOCIO DE LA SOCIEDAD

COMPROBANTE

QUE ES UNA SOCIEDAD ANONIMA DEBIDAMENTE CONSTITUIDA Y EXISTENTE CONFORME

A LAS LEYES DE LA REPUBLICA DE PANAMA

EXPEDIDO Y FIRMADO EN LA PROVINCIA DE PANAMA EL VEINTICINCO DE MARZO

DEL DOS MIL DIEZ Y OCHO

NOTA: ESTA CERTIFICACION PAGO DERECHOS

POR UN VALOR DE B. 30.00

COMPROBANTE NO. 10

NO. CERTIFICADO: 3903

FECHA: Jueves 25 de Marzo de 2010

JOHET ANTONIO COCOTI

CERTIFICADOR

CONVENION DE LA NAYE DU 5 OCTOBRE 1961

1. PANAMA

El presente documento publico

que ha sido firmado por

quien actua en calidad de

esta revestido del sello y nombre de

CERTIFICADO

EX. Panama

por DIRECCION ADMINISTRATIVA

Bajo el numero

Sello y nombre

10 Firma

del documento

Esta Autorizacion no

implica responsabilidad

en el contenido

del documento

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