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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

05/19/10--01028--011 **87.50

(Business Entity Name)

(Document Number)

Certified Copies _______ Certificates of Status _______

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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: 915 Middle River Drive, Suite 506, Fort Lauderdale, FL 33304
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:

Heather Perry
Name of Person

Moraitis,Cofar, Karney & Moraitis
Firm/Company

915 Middle River Drive, Suite 506
Address

Fort Lauderdale, FL 33304
City/State and Zip code

hperry@mcklaw.com
E-mail address: (to be used for future annual report notification)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Heather Perry at (954) 563-4163
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

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. Ladbrook Group 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. 98-0641681
(FEI number, if applicable)

4. 08/10/2009
(Date of incorporation)

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

6. 3200 Galt Ocean Drive, Unit 910, Fort Lauderdale, FL 33308
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 3200 Galt Ocean Drive, Unit 910, Fort Lauderdale, FL 33308
(Principal office address)

915 Middle River Drive, Suite 506, Fort Lauderdale, FL 33304
(Current mailing address)

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TALLAHASSEE, FLORIDA

8. real estate rental
(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: George R. Moraitis, Jr., Esquire

Office Address: 915 Middle River Drive, Suite 506

Fort Lauderdale, Florida 33304
(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.

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

A. DIRECTORS

Chairman: ______

Address: ______

Director ~~XXXXXXXXXX~~ Valentin Paniagua Jara

Address: Av. De la Floresta 497, piso 5, San Borja, Lima Peru

Director: Jose Miguel Ramirez-Gaston Roe

Address: Av. De la Floresta 497, piso 5, San Borja, Lima Peru

Director: Manlio Bassino Pinasco

Address: Av. De la Floresta 497, piso 5, San Borja, Lima Peru

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B. OFFICERS

President: Valentin Paniagua Jara

Address: Av. De la Floresta 497, piso 5, San Borja, Lima Peru

Vice President: Jose Miguel Ramirez-Gaston Roe

Address: Av. De la Floresta 497, piso 5, San Borja, Lima Peru

Secretary: Jose Miguel Ramirez-Gaston Roe

Address: Av. De la Floresta 497, piso 5, San Borja, Lima Peru

Treasurer: Manlio Bassino Pinasco

Address: Av. De la Floresta 497, piso 5, San Borja, Lima Peru

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. Manlio Bassino Pinasco - Director/Secretary
(Typed or printed name and capacity of person signing application)

TRANSLATION
REPUBLIC OF PANAMA
PUBLIC REGISTRY OF PANAMA

No.118740
PAGE-1
// GLJOPA20//

CERTIFIES
IN RESPECT OF REQUEST: **10-6819**
------------------------------That the corporation------------------------------

LADBROOK GROUP CORP.
has been registered at Microjacket **671976**, Document **1631691** since the twelfth day of August, two thousand nine,

That this corporation is in good standing.

That its Directors are:
1) VALENTIN PANIAGUA JARA
2) JOSE MIGUEL RAMIREZ – GASTON ROE
3) MANLIO BASSINO PINASCO

That its Officers are:

PRESIDENT	: VALENTIN PANIAGUA JARA
VICE-PRESIDENT	: JOSE MIGUEL RAMIREZ – GASTON ROE
TREASURER	: JOSE MIGUEL RAMIREZ – GASTON ROE
SECRETARY	: MANLIO BASSINO PINASCO

That the Legal Representative shall be exercised by:
The Legal Representative of the Corporation is its President but it may also be represented by its Treasurer or Secretary in the absence of its President, or by any person designated by the Board of Directors.

That its Registered Agent is: **MF LEGAL SERVICES**

ARTICLE FOURTEENTH: (A) The business of the Corporation shall be managed by its Directors. (B) Any vacancies that arise in the Board of Directors may be filled by a decision of two of the Directors.

ARTICLE EIGHTEENTH: Any two Directors of the Corporation may grant general or special powers of attorney, with or without powers of disposition, without having to meet. The Directors shall not be liable for any unlawful or improper act carried out by any persons to whom they have granted a power of attorney or by third parties authorized to transact any business in the name and on behalf of the corporation .

Issued and signed in the City of Panama on the fourth day of May, two thousand ten at 05:57:41, P.M.

NOTE: A stamp tax in the amount of US$ 30.00 was paid for this certification.
RECEIPT NO. 10-6819
CERTIFICATE No.: *S. ANONIMA* - **047947**
DATE – Friday 30th, April 2010
// GLJOPA20// C-1

(The seal of the Office of the Public Registry has been stamped hereon.)

(signed) (illegible)
(by) JOHEL ANTONIO COCCIO
Certifier

APOSTILLE

(The Hague Convention - 5 October 1961)

1. Country: PANAMA

This public instrument

2. has been signed by ELIZABETH QUIJADA
3. acting in her capacity as certifier
4. and bears fiscal stamps in the amount of US$30.00.

CERTIFIED

5. in Panama 6. on 06th May, 2010
7. by the Administrative Directorate
8. under No. 34538
9. Seal /Stamp: 2.00
(The seal of the Treasury Department, Ministry of Government and Justice, Republic of Panama has been stamped hereon and the fiscal stamps affixed hereto. Legend under the seal: This Certification does not imply any liability as to the content of this document).
10. Signature: (sgd.) Gabriela Moreno

THE FOREGOING TEXT IS A TRUE AND FAITHFUL TRANSLATION OF AN ORIGINAL DOCUMENT IN THE SPANISH LANGUAGE. PANAMA, 6th MAY, 2010.

KATIA COTES MOCK
CERTIFIED PUBLIC TRANSLATOR
Certificate No. 521-IP-75 of 25-X-96
Panama, Republic of Panama

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REPUBLICA de PANAMA
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REGISTRO PUBLICO DE PANAMA

No. 118740

PAG 1
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C E R T I F I C A

CON VISTA A LA SOLICITUD 10 6819

QUE LA SOCIEDAD

LADBROOK GROUP CORP.

SE ENCUENTRA REGISTRADA LA FICHA 671976 DOC 1631691 DESDE EL

DOCE DE AGOSTO DE DOS MIL NUEVE

-- QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

-- QUE SUS DIRECTORES SON:

1) VALENTIN PANIAGUA JARA

2) JOSE MIGUEL RAMIREZ-GASTON ROE

3) MANLIO BASSINO PINASCO

-- QUE SUS DIGNATARIOS SON:

PRESIDENTE VALENTIN PANIAGUA JARA

VICE-PRESIDENTE JOSE MIGUEL RAMIREZ-GASTON ROE

TESORERO JOSE MIGUEL RAMIREZ-GASTON ROE

SECRETARIO MANLIO BASSINO PINASCO

-- QUE LA REPRESENTACION LEGAL LA EJERCERA:

EL REPRESENTANTE LEGAL DE LA SOCIEDAD LO ES EL PRESIDENTE, PUDIENDO TAMBIEN EJERCER ESE CARGO EL TESORERO O EL SECRETARIO EN LAS AUSENCIAS DEL PRESIDENTE O CUALQUIER PERSONA QUE LA JUNTA DIRECTIVA DESIGNE CON ESE OBJETO.

-- QUE SU AGENTE RESIDENTE ES: BUFETE MF & CO.

ARTICULO DECIMO CUARTO: (A) LOS NEGOCIOS DE LA SOCIEDAD SERAN ADMINISTRADOS POR SUS DIRECTORES. (B) LAS VACANTES QUE OCURRAN EN LA JUNTA DIRECTIVA PODRAN SER LLENADAS MEDIANTE APROBACION DE DOS DE LOS DIRECTORES.

ARTICULO DECIMO OCTAVO:

DOS DE LOS DIRECTORES DE LA SOCIEDAD PUEDEN OTORGAR PODERES GENERALES O ESPECIALES CON O SIN FACULTADES DE DISPOSICION, SIN NECESIDAD DE REUNIRSE. LOS DIRECTORES NO SERAN RESPONSABLES POR NINGUN ACTO ILEGAL O INAPROPIADO DE LAS PERSONAS A LAS CUALES LE HAN OTORGADO PODER O DE TERCEROS AUTORIZADOS PARA REALIZAR OPERACIONES EN NOMBRE Y REPRESENTACION DE LA SOCIEDAD.